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COMPANIES FORM No. 395

L404DB £10 000133

Particulars of a mortgage or charge

395

CHFP055

A fee of £10 is payable to Companies House in respect of each registry entry for a mortgage or charge.



Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

* insert full name of company

To the Registrar of Companies

For official use

Company Number

(Address overleaf - Note 6)

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218019

Name of Company

* IMPERIAL CHEMICAL INDUSTRIES PLC

Date of creation of the charge

10 November 2000

Description of the instrument (if any) creating or evidencing the charge (note 2)

Security Assignment between the Company and GE European Equipment Finance Limited (Company Number 1596085) (the 'Assignee')

Amount secured by the mortgage or charge

Any and all monies, liabilities and obligations (whether actual or contingent, whether now existing or hereafter arising, whether or not for the payment of money, and including, without limitation, any obligation or liability to pay damages) which are now or which may at any time and from time to time thereafter be due, owing, payable or incurred or be expressed to be due, owing, payable or incurred from or by the Company to GE European Equipment Finance Limited under or in connection with the Master Lease Agreement dated 10th November 2000 made between the Company and GE European Equipment Finance Limited and ... Continued ...

Name and addresses of the mortgagees or persons entitled to the charge

GE European Equipment Finance Limited, Meridian, Trinity Square, 23/59 Staines Road, Hounslow

Postcode

TW3 3HF



Presentor's name address, telephone number and reference (if any):

A Essex, Company Secretary
GE European Equipment
Finance Limited, 23/59
Staines Rd. Hounslow TW3 3HF

For official use
Mortgage section

Post room



Short particulars of all the property mortgaged or charged.

All of the Company's rights, remedies, title, benefit and interest whatsoever present and future in, under, to and in connection with a sub-lease agreement dated 10th November 2000 made between the Company and Snap Digital Imaging Limited (the 'Sub-Lease Agreement') including, without limitation, any rights to terminate the leasing of any of the equipment referred to in the Sub-Lease Agreement and any monies (including insurance proceeds) payable to or on account of the Company and all other rights and benefits whatsoever thereby accruing to or for the benefit of the Company under the Sub-Lease Agreement.

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission, allowance or discount (note 3)

NIL

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed

John Jones, Company Secretary Date *28/11/00*

On behalf of [company/mortgagee/chargee]†

† delete as appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if despatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398 (4) applies (property situated in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, e.g. "Trust Deed", "Debenture", "Mortgage" or "Legal Charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

Amount secured by the mortgage or charge (continued)

each Transaction Document (as defined in such Master Lease Agreement) to which the Company is party (each as may be amended from time to time).



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 00218019

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SECURITY AGREEMENT DATED THE 10th NOVEMBER 2000 AND CREATED BY IMPERIAL CHEMICAL INDUSTRIES PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GE EUROPEAN EQUIPMENT FINANCE LIMITED UNDER OR IN CONNECTION WITH THE MASTER LEASE AGREEMENT OF EVEN DATE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th NOVEMBER 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4th DECEMBER 2000.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E