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\* insert full name  
of company

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

# 395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



00736581

Name of company

\* Stronghold Insurance Company Limited

Date of creation of the charge

12 March 1998

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

A Security Agreement (Portfolio - Citibank as Custodian) (Form 14) made between the Chargor and Citibank, N.A. (the "Bank") dated 12 March 1998 (the "Security Agreement")

Amount secured by the mortgage or charge

Any and all of the present or future, actual or contingent, obligations of the Chargor to the Bank under the Security Agreement, under any agreement (whether made on or before the date of the Security Agreement or at any time thereafter) between the Chargor (or by any person for or on behalf of the Chargor) and the Bank, pursuant to which the Bank has established, maintained, amended, renewed, substituted or arranged for the establishment, maintenance, amendment, renewal or substitution of a letter of credit, or on any other account whatsoever.

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

Citibank, N.A.  
336 Strand  
London  
WC2R 1HB

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

Clifford Chance  
200 Aldersgate Street  
London  
EC1A 4JJ

Ref: ASH/C4295/415/RMLG

Time critical reference

For official use  
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

All the Chargor's right, title and interest in and to:

- (i) all securities which are held by, to the order, for the account or under the control or direction of the Bank;
- (ii) all securities which are held by any clearance system on behalf of, for the account of or to the order of the Bank;
- (iii) all rights, benefits and proceeds attaching to or arising from or in respect of any of the securities referred to in (i) and (ii) above;
- (iv) all sums of money standing to the credit of any account opened or maintained by the Bank for the Chargor; and
- (v) all sums standing to the credit of any account opened or maintained by any clearance system for the Chargor and under the direction or control of the Bank.

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Particulars as to commission allowance or discount (note 3)

NONE

Signed

Clifford Chance

Date

17 March 1998

On behalf of ~~deponent~~ [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 dispatched 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 situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "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.

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**Particulars of a mortgage or charge  
(continued)**

Continuation sheet No 1  
to Form No 395 and 410 (Scot)

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Company Number

00736581

Name of Company

Stronghold Insurance Company Limited

Limited\*

\* delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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Note: Clause 6 of the Security Agreement contains an undertaking by the Chargor not to create, grant, extend or permit to subsist any mortgage or other fixed security or any floating charge on or over any or all of the property charged under the Security Agreement, otherwise than in favour of the Bank or with the Bank's prior consent.

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00736581

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SECURITY AGREEMENT (PORTFOLIO - CITIBANK AS CUSTODIAN) DATED THE 12th MARCH 1998 AND CREATED BY STRONGHOLD INSURANCE COMPANY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CITIBANK N.A. UNDER THE SECURITY AGREEMENT OR ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 18th MARCH 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd MARCH 1998.

A. J. V. W. J.

for the Registrar of Companies



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

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