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CHFP041

Please do not
write in
this marginPlease complete
legibly, preferably
in black type or
bold block
lettering* Insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

A fee of £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use Company number

Name of company

19 780367

* George Wimpey South Midlands Limited

Date of creation of the charge

28 January 2005

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

Legal Charge

Amount secured by the mortgage or charge

All money and liabilities whatever, whenever and howsoever incurred by the Company whether now or in the future in respect of its obligations under clauses 4.2.2 and 4.2.3 of the Agreement dated 6 December 2004 between the Chargee (1) The Chargor (2) and George Wimpey Plc (3)

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

Nampak Plastics Europe Limited whose registered office is at Jenna Way, Interchange Park, Newport Pagnell, Buckinghamshire

Postcode MK16 9QJ

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

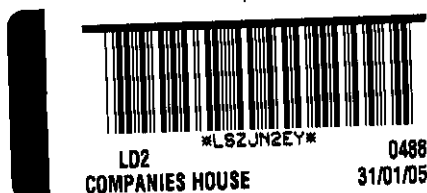
Davies Arnold Cooper
6-8 Bouverie Street
London
EC4Y 8DD
London/Chancery Ln - DX
172 Ref: 433.153032.1

Time critical reference

For official use (02/00)

Mortgage Section

Post room



CoM395/1

Short particulars of all the property mortgaged or charged

Those parts of the property known as:

(a) Land and buildings on the south west side of Station Road, Woburn Sands as registered with title number BM249701.

(b) Land at the back of 112 Station Road, Woburn Sands as registered at the Land Registry under title number BM249710.

(c) 124 Station Road, Woburn Sands as registered at the Land Registry with title number BM98787.

Which are shown edged blue on the plan annexed to the Legal Charge dated 28 January 2005.

Please do not write in this margin

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

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

Particulars as to commission allowance or discount (note 3)

Signed

Date

28.1.05

On behalf of ~~(company)~~ ~~(mortgagee/chargee)~~

Notes

† Delete as appropriate

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.
5. A fee of £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge. 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 CF4 3UZ.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00780367

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 28th JANUARY 2005 AND CREATED BY GEORGE WIMPEY SOUTH MIDLANDS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NAMPAK PLASTICS EUROPE LIMITED ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 31st JANUARY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd FEBRUARY 2005.

Angela



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —