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in black type, or
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*insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge



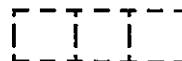
395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



00895642

Name of company

* INTERNATIONAL CLOTHING DESIGNS (HOLDINGS) LIMITED

Date of creation of the charge

21 JANUARY 1999

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

LEGAL MORTGAGE

Amount secured by the mortgage or charge

All the borrowers present and future actual and contingent indebtedness to the chargee on any account whatever held by the borrower with the chargee whether solely or jointly with any other person or persons and all the borrowers other liabilities whatever to the chargee together with interest and any other costs charges and legal expenses (on a full indemnity basis) or charges incurred by the chargee.

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

Midland Bank Plc
(Co reg no. 14259)
Poultry
London EC2P 2BX

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

Nicholson Graham & Jones
110 Cannon Street
London
EC4N 6AR

DX London 58

Time critical reference

For official use
Mortgage Section



Short particulars of all the property mortgaged or charged

Freehold property known as Satra House 359 and 361 Euston Road 26 and 28 Conway Street and 43 Warren Street London W1 (freehold) and registered at HM Land Registry with title absolute under title no: 319563 including all rights and other matters assigned and/or charged to the chargee relating to that property and together with all buildings fixtures (including trade fixtures) and fixed appliance and machinery from time to time on that mortgaged property and the goodwill of any business carried on thereat together with the benefit of any licences and registrations required in the running of such business.

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Particulars as to commission allowance or discount (note 3)

Signed

NEJ

Date 26 January 1999

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 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00895642

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 21st JANUARY 1999 AND CREATED BY INTERNATIONAL CLOTHING DESIGNS (HOLDINGS) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MIDLAND BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd FEBRUARY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4th FEBRUARY 1999.

A handwritten signature in ink, appearing to read 'M. J. ...', with the date '4.2.99' written below it.

for the Registrar of Companies



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