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CHFP041

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

063734/26

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.Please do not
write in
this marginPlease complete
legibly, preferably
in black type or
bold block
lettering* Insert full name
of companyTo the Registrar of Companies
(Address overleaf - Note 6)

For official use Company number

28

00926435

Name of company

* THOMAS SERVICES COMPANY LIMITED

Date of creation of the charge

16 March 2005

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

Legal Charge

Amount secured by the mortgage or charge

The principal sum of £805,000.00 and all moneys obligations and liabilities (whether certain or contingent) which are now or may at any time in the future be or become from time to time due owing or incurred to Excel Securities plc ("the Lender") by the Company and whether alone or jointly with any other person or company and in whatever style name or form and whether as principal or surety whether on any current loan or other account or otherwise in any amount whatsoever and all costs, charges and expenses owed to or properly incurred, directly or indirectly, by or on behalf of the Lender in relation to this or any other security held by or on behalf of the Lender or in relation to the enforcement of any such security and any losses or damage suffered or incurred by the Lender as a result of disclaimer by a liquidator of the obligations of the Company under any facility letter

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

Excel Securities plc, 3rd Floor, 55 King Street, Manchester

Postcode M2 4LQ

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

Birchall Blackburn

~~Waldorf House~~~~5 Cooper Street M2 2FW~~

DX 718168 Manchester 3

For official use
Mortgage section

Post room

A46
COMPANIES HOUSE0736
19/03/05

Time critical reference

Short particulars of all the property mortgaged or charged

1. By way of a legal mortgage the property known as land and buildings at Orchard Business Park, Bromyard Road, Ledbury HR8 1LG (Land Registry title number HE25423) ("the Mortgaged Property");
2. By way of a fixed charge:
 - (a) all rents arising under any leases or tenancies of the Mortgaged Property presently existing or under any future lease or tenancy of the Mortgaged Property or any part thereof and all other (if any) the income arising from the Mortgaged Property; and
 - (b) all benefits in respect of any contracts and policies of insurance relating to the Mortgaged Property and all claims and returns of premiums in respect of them and all other present and future contracts or policies of insurance relating to the assets of the Company in which the Company has an interest and all moneys from time to time payable thereunder including any refund of premiums.
3. By way of floating security all of the Company's property and assets of whatsoever nature now or in the future owned or acquired by the Company and located at or affixed to the Mortgaged Property from time to time.

Please do not write in this margin

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

P T W
T

A fee of £10 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)

nil

Signed

Date 18 March 2005

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. 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. 00926435

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 16th MARCH 2005 AND CREATED BY THOMAS SERVICES COMPANY LIMITED FOR SECURING £805,000.00 AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO EXCEL SECURITIES PLC 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 19th MARCH 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd MARCH 2005.

GRH
DX



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —