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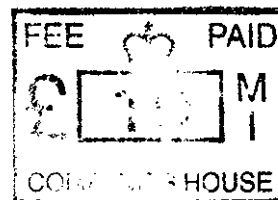
COMPANIES FORM NO. 395

6. of Scot - 610-
011119

395

Particulars of a charge

Pursuant to section 395 of the Companies Act 1985



Please do not
write in this
margin

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

To the Registrar of Companies

For Official Use

Company Number

2		
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954730

Name of company

Euromoney Institutional Investor plc

*Insert full name
of company

Date of creation of the charge

21 May 1999

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

Letter of Charge

Amount secured by the charge

All monies now or at any time hereafter owing to the Bank by Euromoney Institutional Investor plc on any account or accounts or in any manner whatsoever and whether actually or contingently together with interest, discount, commission and all charges and expenses.

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

The Governor and Company of the Bank of Scotland

38 Threadneedle Street, London

Postcode EC2P 2EH

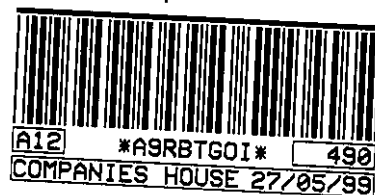
Presenter's name, address and
reference (if any):

Bank of Scotland
Legal Services Department, 1st Floor,
Broad Street House
55 Old Broad Street
London EC2P 2HL Ref: Legal/MH

Time critical reference

For Official Use
Mortgage section

Post Room



Short particulars of all the property charged

All monies now or at any time hereafter standing to the credit of any account or accounts of the Company in the books of the Bank.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

For the Bank of Scotland

Signed 
On behalf of chargee Maureen Healey, Office Administrator

Date 25 May 1999

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
5. 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. 00954730

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LETTER OF CHARGE DATED THE 21st MAY 1999 AND CREATED BY EUROMONEY INSTITUTIONAL INVESTOR PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 27th MAY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd JUNE 1999.

A handwritten signature in black ink, consisting of a large 'P' followed by a stylized, cursive signature.



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



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES