

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

CHA 116

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

*insert full name
of company

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

152

1040501

Name of company

* BRITISH ENSIGN ESTATES LIMITED

Date of creation of the charge

18 NOVEMBER 1998

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL MONIES ADVANCED BY THE BANK TO THE COMPANY FROM TIME TO TIME
TOGETHER WITH COSTS AND INTEREST

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

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND
LEGAL SERVICES
2 CASTLE TERRACE
EDINBURGH EH1 2YA

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

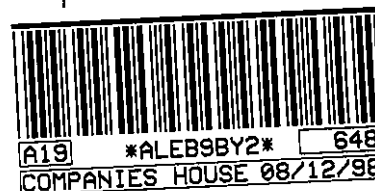
CAMPBELL HOOPER.
35 OLD QUEEN STREET LONDON
SW1H 9JD
DX 2365 VICTORIA

JRC

Time critical reference

For official use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

BY WAY OF LEGAL CHARGE THE PROPERTY KNOWN AS 1-4 HAYS MEWS (AND VAULTS BENEATH) LONDON W1 AND THE ENTRANCE TO THE BASEMENT VAULTS AT 1-4 HAYS MEWS LONDON W1 REGISTERED AT HM AND REGISTRY UNDER TITLE NUMBERS 236226 (PART) AND NGL764438
BY WAY OF FIXED CHARGE ALL BUILDINGS AND OTHER STRUCTURES AND ITEMS FIXED TO THE PROPERTY
BY WAY OF FIXED CHARGE GOODWILL RELATING TO THE PROPERTY OR THE BUSINESS OR UNDERTAKING CONDUCTED THEREFROM
BY WAY OF FIXED CHARGE ALL PLANT MACHINERY AND OTHER ITEMS AFFIXED TO OR FORMING PART OF THE PROPERTY
BY WAY OF ASSIGNMENT THE RENTAL SUMS RECEIVED FROM THE PROPERTY
BY WAY OF FIXED CHARGE THE PROCEEDS OF ANY CLAIM MADE UNDER A POLICY OF INSURANCE RELATING TO THE PROPERTY
BY WAY OF FLOATING CHARGE ALL UNATTACHED PLANT MACHINERY CHATTLES OR GOODS NOW IN OR USED IN CONNECTION WITH THE PROPERTY OR THE BUSINESS CONDUCTED FROM THE PROPERTY

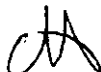
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Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 3)

NONE

Signed



Date

11/4 4/12/98

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. 01040501

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 18th NOVEMBER 1998 AND CREATED BY BRITISH ENSIGN ESTATES LIMITED 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 8th DECEMBER 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th DECEMBER 1998.

W. Grandon
W. GRANDON

for the Registrar of Companies



COMPANIES HOUSE