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in black type or
bold block
lettering

*Insert full name
of company

COMPANIES FORM NO. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395**M63**

To the Registrar of Companies

For official use Company number



1109003

Name of company

*

DENCORA SECURITIES LIMITED

Date of creation of the charge

2nd March 1992

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

DEED OF RENTAL INCOME ASSIGNMENT

Amount secured by the mortgage or charge

All moneys owing under the terms of a Loan Agreement made 25th June 1990 between Dencora p.l.c. (1) the Company and Dencora Properties Limited (2) the Banks therein referred to (3) and County NatWest Limited (in its then name of NatWest Investment Bank Limited) ("the Bank") (4) and/or a Legal Mortgage made 26th July 1990 between Dencora p.l.c. (1) the Company (2) and the Bank (3) and/or a Deed of Guarantee or Indemnity made 26th July 1990 between the Company (1) and the Bank (2)

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

County NatWest Limited,

135 Bishopsgate,

London

Postcode

EC2M 3UR

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

Simmons & Simmons,
14 Dominion Street,
London
EC2M 2RJ

(Ref: 3/L57904/AJB)

Time critical reference

For official use

Mortgage section

REGISTERED

- 5 MAR 1992

Post room



Assignment to the Bank of all rents licence fees premiums and other payments (and interest paid thereon) receivable in respect of any lease licence agreements for lease or howsoever arising in respect of Phases 1 and 2 Sundon Business Park Luton Bedfordshire together with a charge over all moneys from time to time standing in the Rent Account (as therein defined)

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Please complete legibly, print in black type, bold block lettering

Particulars as to commission allowance or discount (note 3)

Signed

R. Youngs

Date

2nd March 1992

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.



The Solicitors' Law Stationery Society plc, Paulton House, 8 Shepherdess Walk, London N1 7LB

1985 Edition
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Companies M395



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a mortgage or charge dated the 2nd MARCH 1992
and created by DENCORA SECURITIES LIMITED

for securing all moneys due or to become due from the Company to COUNTY
NATWEST LIMITED UNDER THE TERMS OF A LOAN AGREEMENT DATED 25th JUNE 1990
AND/OR A DEED OF GUARANTEE AND INDEMNITY DATED 26th JULY 1990 AND OR THIS
under the terms of DEED

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 5th MARCH 1992

Given under my hand at the Companies Registration Office,
Cardiff the 10th MARCH 1992

No. 1109003

A handwritten signature in cursive script, appearing to read 'R. James'.

R. JAMES
an authorised officer

C.69

Post
9.3.92



Particulars of a mortgage or charge

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Pursuant to section 395 of the Companies Act 1985

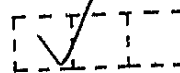
M64

Please complete
legibly, preferably
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bold block
lettering

*Insert full name
of company

To the Registrar of Companies

For official use Company number



1109003

Name of company

*
DENCORA SECURITIES LIMITED

Date of creation of the charge

2nd March 1992

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

MORTGAGE DEED

Amount secured by the mortgage or charge

All moneys payable under the terms of the said Mortgage and/or a Loan Agreement dated 25th June 1990 made between Dencora p.l.c. (1) the Company and Dencora Properties Limited (2) the banks therein referred to (3) and County NatWest Limited (in its then name of NatWest Investment Bank Limited) (4) and/or under a Deed of Guarantee and Indemnity made 26th July 1990 between the Company (1) and County NatWest Limited (in its then name of NatWest Investment Bank Limited) (2) guaranteeing the repayment by Dencora p.l.c. of all moneys owing to County NatWest Limited (in its then name of NatWest Investment bank Limited) and the full compliance with all its obligations to it (in each case as agent for itself and others)

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

County NatWest Limited
135 Bishopsgate,
London

Postcode EC2M 3UR

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

Simmons & Simmons,
14 Dominion Street,
London
EC2M 2RJ

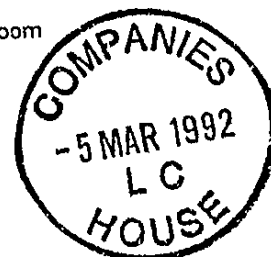
(Ref: 3/L57904/AJB)

For official use
Mortgage section

REGISTERED

- 5 MAR 1992

Post room



Time critical reference

Please do not
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1. Phases 1 and 2 Sundon Business Park Luton Bedfordshire
Title Number ~~BD 148587~~ *Key*

2. Undertaking to assign or procure the assignment of the benefit of
and the right to enforce all building contracts or agreements or professional
and other services and any other contracts or agreements or bonds relating
to the above property

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

Particulars as to commission allowance or discount (note 3)

Signed

Reynolds

Date

2nd March

1992

On behalf of [company] [mortgagee/chargee]*

*Delete as
appropriate

Notes

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 - (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.
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for securing all moneys due or to become due from the Company to COUNTY
NATWEST LIMITED UNDER THE TERMS OF A LOAN AGREEMENT DATED 25/6.90 AND OR
LEGAL MORTGAGE AND under the terms of OR DEED OF GUARANTEE OR INDEMNITY
BOTH DATED 26/7/90

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 5th MARCH 1992

Given under my hand at the Companies Registration Office,
Cardiff the 10th MARCH 1992

No. 1109003

R. James

R. JAMES
an authorised officer

C.69

Post
9.3.92



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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1985, on the 5th MARCH 1992

Given under my hand at the Companies Registration Office,
Cardiff the 10th MARCH 1992

No. 1109003

A handwritten signature in black ink, appearing to read 'R. James'.

R. JAMES
an authorised officer

C.69

Handwritten initials 'RST' and the date '9.3.92' in black ink.