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COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

M78  
14/8

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

\*Insert full name  
of company

To the Registrar of Companies

For official use Company number

[B] [ ] [ ] [ ] [ ] [ ] [ ] [ ]

1299082

Name of company

\* WYNBAY LIMITED

Date of creation of the charge

4TH AUGUST 1988

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

DEBENTURE

Amount secured by the mortgage or charge

On demand all monies liabilities fees and commissions whatsoever which are due owing or incurred to UBAF Bank Limited ("the Bank") by Wynbay Limited ("the Borrower") on any account whether present or future actual or contingent sole or joint as principal or surety and including all liabilities from time to time assumed or incurred by the Bank at the request of the Borrower in connection with acceptances discounting or otherwise or under guarantees bonds indemnities or other credits or any instruments whatsoever together with on a full indemnity basis all costs and expenses incurred by the Bank in relation to the Debenture (including its preparation) and in relation to the monies and liabilities thereby covenanted to be paid and any guarantees or security given therefor together also with interest to the date of

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

UBAF BANK LIMITED

30 Gresham Street

London

Postcode

EC2V 7LP.

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

LOVELL WHITE DURRANT  
21 Holborn Viaduct  
London  
EC1A 2DY.

(Ref: P1/JBG/DS)

Time critical reference

For official use  
Mortgage section

Post room

REGISTERED

18 AUG 1988



Short particulars of all the property mortgaged or charged

FIRSTLY ALL THAT freehold property known as Teeside House  
Borough Road Middlesbrough in the County of Cleveland  
registered at H.M. Land Registry with Title Absolute under  
Title Number CE380027 together with all buildings fixtures  
(including trade fixtures) and fixed plant and machinery  
for the time being thereon

SECONDLY by way of Legal Mortgage all other freehold and  
leasehold property now vested in the Borrower

THIRDLY by way of First Fixed Charge :-

- (a) ALL freehold and leasehold property now or in the  
future beneficially owned by but not vested in the  
Borrower
- (b) ALL freehold and leasehold property hereafter acquired  
by the Borrower

Particulars as to commission allowance or discount (note 3)

Not Applicable

Signed Louise White Durrant Date 17th August 1988

On behalf of ~~[company]~~ [mortgagee/chargee]\* UBAF BANK LIMITED

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, Oyez House, 27 Crimscoff Street, London SE1 5TS

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Companies M395

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Particulars of a mortgage or charge  
(continued)

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Continuation sheet No. 1  
to Forms Nos 395 and 410 (Scot)

Company number

1299082

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

Name of company

WYNBAY LIMITED

Limited\*

\*Delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

DEBENTURE

discharge on all sums payable and liabilities to be discharged  
under the Legal Charge

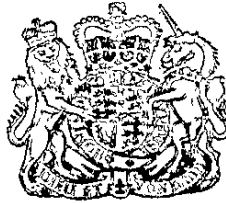
Short particulars of all the property mortgaged or charged (continued)

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bold block lettering

- (c) ALL shares and rights to the acquisition of shares stocks and other securities held by the Borrower from time to time
- (d) ALL uncalled capital goodwill and all patents patent applications trademarks trade names registered designs copyrights licences and similar rights for the time being of the Borrower
- (e) ALL book debts and other debts of the Borrower both present and future

FOURTHLY by way of First Floating Charge all the undertaking and all the property and assets of the Borrower both present and future not subject to the Fixed Charge hereinbefore referred to



## 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 4th August 1988  
and created by WYNBAY LIMITED

for securing all moneys now due, or hereafter to become due, or from time  
to time accruing due from the company to UBAF Bank Limited

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act  
1985, on the 18th August 1988

Given under my hand at the Companies Registration Office,  
Cardiff the 24 AUG 1988

No. 1299082

M. A. SMITH

an authorised officer

Certificate and instrument received by  
.....P.O.S.T.....N/K

Date .....30.8.88.....S

C.69a