

# M

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

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

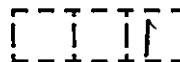
# 395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



1414189

Name of company

\* GROSVENOR ESTATE HOLDINGS (the "Company")

Date of creation of the charge

7th November, 1997

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

A First Supplemental Trust Deed dated 7th November, 1997 made between the Company, Market Place Bolton Limited, Grosvenor (Mayfair) Estate, Grosvenor (Belgravia) Estate and The Prudential Assurance Company Limited supplemental to a Trust Deed dated 1st December, 1994 (the "Principal Trust Deed") made between the same parties and constituting

Amount secured by the mortgage or charge

£50,000,000 10.42 per cent. First Mortgage Debenture Stock due 2034 of the Company constituted and secured by the Principal Trust Deed and all (if any) further first mortgage debenture stock which may be created and issued by the Company pursuant to, and all other moneys intended to be secured by, the Principal Trust Deed and any trust deed supplemental thereto.

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

The Prudential Assurance Company Limited (the "Trustee")  
142 Holborn Bars, London EC1N 2NH  
as trustee for the holders of the Stock

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

Allen & Overy  
One New Change  
London  
EC4M 9QQ

PC/SWT/ICM2:300920

Time critical reference

For official use  
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

An irrevocable and unconditional assignment by the Company to the Trustee of all rights, title and interest in the sum of £1,484,280 deposited by the Company in Account No. 10004629 in the name of the Company with National Westminster Bank PLC, City of London office, 1 Princes Street, London EC2 (Sort Code 60-00-01).

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed

*Allen Overy*

Date

13<sup>th</sup>

November, 1997

On behalf of [company] [mortgagee/chargee]† the Trustee

† 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.

Please do not  
write in this  
binding margin

# Particulars of a mortgage or charge (continued)

Continuation sheet No 1  
to Form No 395 and 410 (Scot)

CHA 116

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

Company Number

1414189

Name of Company

GROSVENOR ESTATE HOLDINGS (the "Company")

~~limited~~

\* delete if  
inappropriate

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

and securing £50,000,000 10.42 per cent. First Mortgage Debenture Stock  
due 2034 of the Company.

Amount due or owing on the mortgage or charge (continued)

Please do not  
write in this  
binding margin

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

Please do not  
write in this  
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

Please do not  
write in this  
binding margin

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

**FILE COPY**



**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 1414189

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIRST SUPPLEMENTAL TRUST DEED DATED 7th NOVEMBER 1997 AND ENTERED INTO BY GROSVENOR ESTATE HOLDINGS LIMITED ("THE COMPANY") AND SECURING £50,000,000 10.42 % FIRST MORTGAGE DEBENTURE STOCK DUE 2034 OF THE COMPANY ("THE EXISTING STOCK") AND ALL (IF ANY) FURTHER FIRST MORTGAGE DEBENTURE STOCK WHICH MAY BE CREATED AND ISSUED BY THE COMPANY (TOGETHER WITH THE EXISTING STOCK, THE "STOCK") PURSUANT TO, AND ALL OTHER MONIES INTENDED TO BE SECURED BY, THE TRUST DEEDS (WHETHER OR NOT SUBSISTING OR ENTERED INTO IN THE FUTURE) CONSTITUTING AND SECURING THE STOCK

WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 13th NOVEMBER 1997

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th NOVEMBER 1997

for the Registrar of Companies



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