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COMPANIES FORM NO. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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agibly, preferably
in black type, or
old block letteringinsert full name
of company

To the Registrar of Companies

For official use

Company number



1445992

Name of company

***Reliance National Insurance Company (Europe) Limited**

Date of creation of the charge

3rd day of December 1998

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

Charge of Deposit

Amount secured by the mortgage or charge

All the Company's Liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc

36 St Andrew Square

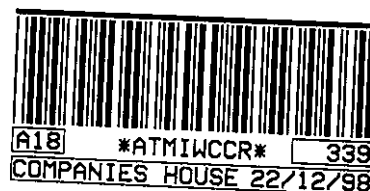
Edinburgh

Postcode

EH2 2YB

Presentor's name address and
reference (if any):
Our Ref: 7314/CCD/FSThe Royal Bank of Scotland plc
Corporate Credit Documentation
62/63 Threadneedle Street
London EC2R 8LA

Time critical reference

For official Use
Mortgage Section

Short particulars of all the property mortgaged

All deposits now and in the future credited to Account designation RBSRNIEL - USD1 with the Bank and any deposit or account of any other currency description or designation which derives in whole or in part from such deposits or Account

Please do not write in this margin

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

Note:- The deposit is not capable of being assigned dealt with mortgaged or charged.

Particulars as to commission allowance or discount (note 3)

For The Royal Bank of Scotland plc

Signed R. Sunde

Date 21-12-98

Duly Authorised Official

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. 01445992

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OF DEPOSIT DATED THE 3rd DECEMBER 1998 AND CREATED BY RELIANCE NATIONAL INSURANCE COMPANY (EUROPE) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd DECEMBER 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd DECEMBER 1998.

A handwritten signature in dark ink, appearing to read 'L. Howells'.

L. HOWELLS.

for the Registrar of Companies



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