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* Insert full name
of company

COMPANIES FORM No. 395

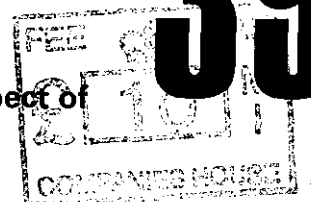
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395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.



To the Registrar of Companies
(Address overleaf - Note 6)

For official use Company number

Name of company

37

01457032

* NORHAM MULTI LEISURE LIMITED ("the Mortgagor")

Date of creation of the charge

29 AUGUST 2002

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

LEGAL CHARGE dated 29 August 2002 and made between (1) WIGGINS GROUP PLC ("the Principal Debtor") (2) the Mortgagor and (3) SIEM OCEANIC LTD ("the Lender")

Amount secured by the mortgage or charge

As continuing security with full title guarantee for payment and/or discharge of all monies and liabilities on any account and in any manner whatsoever by the Principal Debtor and/or the Mortgagor to the Lender and whether owed or due now or in the future, actually or contingently, as principal or surety, alone or jointly with any other party or parties and interest to the date of repayment (chargeable and payable in such manner and at such rate as has been specifically agreed in the Facility Agreement dated 29 August 2002) as well after as before any demand made or judgment obtained under the Legal Charge or the liquidation or administration of the Principal Debtor or the Mortgagor proper commission banking legal and other costs and expenses of the Lender and/or a receiver appointed by the Lender under the Legal Charge on a full indemnity basis and also all losses and damages that may be sustained suffered or incurred by the Lender in relation to any act matter or thing done or omitted to be done by the Principal Debtor and/or the Mortgagor under the Legal Charge or any document arrangement or agreement between the Principal Debtor and/or the Mortgagor (as the case may be) and the Lender or any disclaimer of any of the Principal Debtor's and or the Mortgagor's contracts agreements or arrangements or any of the Principal Debtor's and/or the Mortgagor's liabilities or obligations to the Lender and also interest on the foregoing to the date of payment.

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

SIEM OCEANIC LTD (a company incorporated in the Cayman Islands) whose address for service is c/o Gouldens (Solicitors), 10 Old Bailey, London

(Please see Continuation Sheet No. 1 for address of registered office.)

Postcode EC4M 7NG

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

Gouldens
10 Old Bailey
London EC4M 7NG
DX 67 London/Chancery

Ref: HSA/912338

Time critical reference

For official use
Mortgage section

Post room



PMO
COMPANIES HOUSE

11 19102

Short particulars of all the property mortgaged or charged

1. BY WAY OF LEGAL MORTGAGE each and every part of all that freehold land and premises situate at and known as land and buildings on the south east side of Forest Road, Fairlop, Ilford and registered at HM Land Registry with Title Absolute under title number EGL154534 ("the Property") including (without limitation) all rights powers easements and liberties attached or appurtenant to it and including also all buildings erected on it and all fixtures fittings plant machinery apparatus goods and materials (not being personal chattels within the Bills of Sale Acts 1878 to 1882) now or subsequently affixed to or placed upon the Property and being the property of the Mortgagor but excluding tenant's fixtures and fittings.

2. BY WAY OF SECURITY ASSIGNMENT all the Mortgagor's right title and interest in and to all the rental or licence fee income now or at any future time received or recoverable by the Mortgagor from each tenant or licensee of the Property or any part thereof including (without limitation) all payments in respect of services and insurance contributions receivable by the Mortgagor and value added tax (whether such tenant's tenancy or licensee's licence be express or implied or created by operation of law) and any income in respect of the Property whatsoever.

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A fee of £10 is
payable to
Companies House
in respect of each
register entry for a
mortgage or
charge.
(See Note 5)

Particulars as to commission allowance or discount (note 3)

Signed

Goulden

Date *9 September 2002*

On behalf of ~~XXXXXX~~ [mortgagee/chargee]*

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.
5. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF4 3UZ.

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appropriate

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Particulars of a mortgage or charge (continued)

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

Company number

01457032

Please complete
legibly, preferably
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bold block lettering

Name of company

NORHAM MULTI LEISURE

Limited*

*Delete if
inappropriate

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

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Definition

"Facility Agreement" means a facility agreement for £3,750,000 dated 29 August 2002 and made between (1) Wiggins Group plc (2) PlaneStation Limited (3) Certain Subsidiaries of Wiggins Group plc and (4) Siem Oceanic Ltd.

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

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Registered Office of Siem Oceanic Ltd

c/o Maples and Calder

P O Box 309

Georgetown

Grand Cayman

Cayman Islands

British West Indies

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

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01457032

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 29th AUGUST 2002 AND CREATED BY NORHAM MULTI LEISURE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR WIGGINS GROUP PLC TO SIEM OCEANIC LTD ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 11th SEPTEMBER 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th SEPTEMBER 2002 .



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —