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\*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



1767042

Name of company

\* Martin Dawn Plc ("the Company")

Date of creation of the charge

12 May 1998

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

Charge dated 12 May 1998 ("the Charge") between the Company and Blunglen Limited ("the Lender")

Amount secured by the mortgage or charge

All monies obligations and liabilities whatsoever whether for principal interest or otherwise in whatever currency which may at the date of the Charge or at any time in the future be due owing or incurred by the Company to the Lender whether actual or contingent and whether alone severally or jointly as principal guarantor surety or otherwise and in whatever name or style and whether on any current or other account or in any other manner whatsoever.

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

Blunglen Limited, 40 Queen Anne Street, London W1M 3EL

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

S J Berwin & Co  
222 Grays Inn Road  
London  
WC1X 8HB

For official use  
Mortgage Section

Post room



Time critical reference  
CORP2/RMAT/1449.1

Fifty thousand ordinary shares of £1 each in South Eastern Leisure plc (company number 3081913) and any other shares in South Eastern Leisure plc which may be acquired by the Company either beneficially and/or legally at any time after the date of the Charge and all and any other shares for the time being mortgaged or charged to the Lender pursuant to the Charge (together the "Shares and Securities") and all stocks shares warrants or other securities rights dividends interest or other property whether of a capital or income nature accruing offered issued or deriving at any time by way of dividend bonus redemption exchange purchase substitution conversion consolidation subdivision preference option or otherwise attributable to any of the Shares and Securities or any derivative assets previously described ("the Charged Property").

Note: The Company has warranted to the Lender and undertaken that:  
(a) it is and will be the sole absolute and beneficial owner and the registered holder of all of the Charged Property free from any mortgage charge pledge lien assignment hypothecation security interest title retention preferential right or trust arrangement or other security arrangement or agreement or any right conferring a priority of payment ("Encumbrances") and will not create or attempt to create or permit to arise any Encumbrance (other than the Charge) on or over the Charged Property; and

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Particulars as to commission allowance or discount (note 3)

Not applicable

Signed *S J Berwin & Co*

Date 19 May 1998

On behalf of [~~company~~] [~~mortgagee~~/chargee] †

† 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.

b) it has not sold or otherwise disposed of or agreed to sell or otherwise dispose of or granted or agreed to grant any option in respect of all or any of its right title and interest in and to the Charged Property or any part of it and will not do any of the foregoing at any time during the subsistence of the Charge.

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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. 01767042

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE DATED THE 12th MAY 1998 AND CREATED BY MARTIN DAWN PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BLUNGLIN LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th MAY 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd MAY 1998.

*Peter C Protheroe*

for the Registrar of Companies



C O M P A N I E S   H O U S E

LC  
RM  
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