



THE COMPANIES ACTS 1948 TO 1976

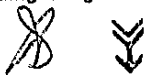
Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M25/6TH SEPT/LN

47

Please do not
write in this
binding margin



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

*delete if
inappropriate

1st

For official use

11/19

Company number

1799743

Name of Company

GROVECASTLE

Limited*

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

LEGAL CHARGE DATED THE

4th

DAY OF

September 1985

Amount due or owing on the mortgage or charge

All moneys and liabilities now or hereafter owing from or incurred by the Company to Williams & Glyn's Bank plc ("the Bank") on any account whatever whether for the balance then owing by the Company to the Bank on its account or accounts with the Bank or for cheques, notes or bills drawn, accepted or endorsed by the Company or for advances made to the Company or for its accommodation or benefit and whether actually or contingently alone or jointly with another or others and whether as principal or surety for any other person or persons, firm or Company and in whatever name, style and firm or otherwise howsoever.

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

Williams & Glyn's Bank plc

20 Birchln Lane

London EC3P 3DP

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

MESSRS. JAKUES & LEWIS
2 SOUTH SQUARE
GRAY'S INN,
LONDON, WC1R 5HR.

REF: RS/SG/CD1

For official use
Mortgage section

Post room



Time critical reference

5244
6/9

Short particulars of all the property mortgaged or charged

Please do not
write in this
binding margin



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

1) ALL THAT leasehold property known as 69 Cadogan Gardens, London, S.W.3. and registered at H.M. Land Registry with Absolute Leasehold Title Number NGL 357418

TOGETHER WITH all fixtures whatsoever now or at any time hereafter affixed or attached to the said premises or any part thereof other than trade machinery as defined by Section 5 of the Bills of Sale Act 1878

2) All fixed and moveable plant, machinery and fixtures, implements and utensils from time to time therein or thereon

Particulars as to commission, allowance or discount (note 3)

Signed

Date

4th September 1985

Director

Designation of position in relation to the company

Notes

- 1 The original instrument creating the charge, together with this form, must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (Section 95(1)). 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 copy instrument could in due course of post, and if posted with due diligence, have been received in the United Kingdom (Section 95(3)). A certified copy of the instrument creating the charge will only be accepted where the property charged and the charge so created are both outside the United Kingdom (Section 95(3)) and in such cases the copy must be verified or certified to be a true copy under the seal of the Company or under the hand of some person interested therein otherwise than on behalf of the company.
- 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 subscribing or agreeing to subscribe, whether absolutely or conditionally, or 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.



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 September 1985
and created by GROVECASTLE LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to Williams & Glyn's Bank plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 5th September 1985

Given under my hand at the Companies Registration Office,
Cardiff the 11 OCT 1985

No. 1799743

T. H. Redden
an authorised officer

Certificate and instrument received by

J. A. Williams

Date *15/10/85*

C.69a

Companies Form No395

Particulars of a mortgage or charge

395

Please do not
write in this
binding margin

Pursuant to section 395 of the Companies Act 1985

M141/25MAR/LW

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

To Register of Companies

For official use

Company number

1799743

Name of Company

GROVECASTLE LIMITED

* Insert full name
of company

Date of creation of the charge

19 March 1987

Description of the instrument creating or evidencing the charge

LEGAL MORTGAGE

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank PLC

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

National Westminster Bank PLC

41 Lothbury

London

Postcode EC2P 2BP

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

National Westminster Bank PLC
Securities Section
King's Cross House
200 Pentonville Road
London N1 9HL

Presentor's Reference
and/or telephone number

01-239 8205/6

For official use
Mortgage section

REGISTERED

25 MAR 1987

Post room



60-13-27

Time critical reference

Short particulars of all the property mortgaged or charged

The property hereinafter described ('the property') and the proceeds of sale thereof together with a floating charge over all moveable plant machinery implements utensils furniture and equipment at any time placed upon or used in or about the property viz: _____

Flat 24 Bristol House 67 Lower Sloane Street
London SW1 registered at HM Land Registry under
Title Number NGL 485943

Please do not
write in this
binding margin



Please complete
legibly, preferably
in black type
bold block letters

Particulars as to commission, allowance or discount

Nil

per pro

National Westminster Bank PLC

King's Cross House
200 Pentonville Road, London N1 9HL

Please see notes below.

Signed _____

Date _____

25 MAR 1987

On behalf of mortgagee

Authorized Signatory

Notes

- (a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', etc, as the case may be, should be given.
- (b) The rate of interest payable under the terms of the Debentures should not be entered.



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 19th March 1987
and created by GROVECASTLE LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to National Westminster Bank PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 25th March 1987

Given under my hand at the Companies Registration Office,

Cardiff the 31 MAR 1987

No. 1799743

S. Higgins
S. HIGGINS

an authorised officer

Certificate and instrument received by

..... L.C.

Date 31.3.87
.....

C.69a

M

Companies Form No395

Particulars of a mortgage or charge

395

Please do not
write in this
binding margin

Pursuant to section 395 of the Companies Act 1985

M 142/25MAR/LN

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

To Register of Companies

For official use

--	--	--	--	--	--	--	--	--	--

Company number

1799743

Name of Company

GROVECASTLE LIMITED

* Insert full name
of company

CS

Date of creation of the charge

19 March 1987

Description of the instrument creating or evidencing the charge

LEGAL MORTGAGE

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank PLC

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

National Westminster Bank PLC

41 Lothbury

London

Postcode

EC2P 2BP

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

National Westminster Bank PLC
Securities Section
King's Cross House
200 Pentonville Road
London N1 9HL

For official use
Mortgage section

REGISTERED

25 MAR 1987



60-13-27

Presenter's Reference
and/or telephone number

01-239 8205/6

Time critical reference

4724/13

Short particulars of all the property mortgaged or charged

The property hereinafter described ('the property') and the proceeds of sale thereof together with a floating charge over all moveable plant machinery implements utensils furniture and equipment at any time placed upon or used in or about the property viz:

Please do not
write in this
binding margin



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

Flat 19 Bristol House Lower Sloane Street London
SW1 registered at HM Land Registry under Title
Number NGL 536281

Particulars as to commission, allowance or discount

Nil

per pro
National Westminster Bank PLC
King's Cross House
200 Pentonville Road London N1 9HL

Please see notes below.

Signed

Date **25 MAR 1987**

On behalf of mortgagee

Authorised Signatory

Notes

- (a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', etc, as the case may be, should be given.
- (b) The rate of interest payable under the terms of the Debentures should not be entered.



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 19th March 1987
and created by GROVECASTLE LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to National Westminster Bank PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 25th March 1987

Given under my hand at the Companies Registration Office,

Cardiff the

31 MAR 1987

no. 1799743

S. Higgins
S.HIGGINS

an authorised officer

Certificate and instrument received by

..... *LC*

Date *31/3/87*

C.69a

M

COMPANIES FORM No. 403a

Declaration of satisfaction
in full or in part
of mortgage or charge

403a

MS 257/12 MAY 1987

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

1111

1799743

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

Name of company

* GROVECASTLE LIMITED

* insert full name
of company

I, JOHN HENRY JAMES LEWIS of 52 Lower Sloane Street, London,
SW1W 8BS.

† delete as
appropriate

a director/~~the secretary~~ of the above company, do solemnly and sincerely declare that the debt for
which the charge described below was given has been paid or satisfied in ~~(full)~~ ~~(part)~~

‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

Date and Description of charge‡ 4th September 1985

Date of Registration§ 5th September 1985

Name and address of [chargee][trustee for the debenture holders] WILLIAMS & GLYN'S BANK
PLC (now known as ROYAL BANK OF SCOTLAND PLC) of 20 Birchin
Lane, London, EC3P 3DP.

§ the date of
registration may be
confirmed from the
certificate

Short particulars of property charged§ 69 Cadogan Gardens, London, SW3
(Title Number NGL 357418)

§ insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 14 Dominion St., London
EC2

Declarant to sign below

the 30th day of March
one thousand nine hundred and eight one
before me

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

MESSRS. JAUQUES & LEWIS
2 SOUTH SQUARE
GRAY'S INN
LONDON, WC1R 5HR.

RS, SC/CD1

For official Use

Mortgage Section

Post room

12 MAY 1987





Companies Form No395

Particulars of a mortgage or charge

17279/2 OCT/W

395

Please do not
write in this
binding margin

Pursuant to section 395 of the Companies Act 1985

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

To Register of Companies

For official use

Company number

--	--	--	--	--	--

1799743

Name of Company

* Insert full name
of company

GROVECASTLE LIMITED

Date of creation of the charge

26 September 1987

Description of the instrument creating or evidencing the charge

LEGAL MORTGAGE

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank PLC

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

National Westminster Bank PLC

41 Lothbury

London

Postcode EC2P 2BP

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

National Westminster Bank PLC
Securities Section
King's Cross House
200 Pentonville Road
London N1 9HL

Presenter's Reference
and/or telephone number

01-233 8205/8

Time critical reference

For official use
Mortgage section

Post room

REGISTERED

2 OCT 1987



Short particulars of all the property mortgaged or charged

The property hereinafter described ('the property') and the proceeds of sale thereof together with a floating charge over all moveable plant machinery implements utensils furniture and equipment at any time placed upon or used in or about the property viz:

Basement Garage together with the
access Road and Ramp leading to
Bristol House 67 Lower Sloane
Street London SW1
London Borough of Kensington and
Chelsea Registered at H M Land
Registry under title number
NGL 492333

Please do not
write in this
binding margin



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

Particulars as to commission, allowance or discount

Nil

per pro
National Westminster Bank PLC
King's Cross House
250 Pentonville Road, London N1 9HL

Please see notes below.

2 OCT 1987

Signed

On behalf of mortgagee

Date

Authorised Signatory

Notes

- (a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Deed of Gift', etc, as the case may be, should be given.
- (b) The rate of interest payable under the terms of the Debentures should not be entered.



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 26th September 1987
and created by GROVECASTLE LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to National Westminster Bank PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 2nd October 1987

Given under my hand at the Companies Registration Office,
Cardiff the

No. 1799743

Certificate and instrument received by

L/C

Date

7/10/87

 Higgins
C. HIGGINS

an authorised officer

M

COMPANIES FORM No. 395

Particulars of a mortgage or charge

M225 ✓

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

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

* Insert full name
of company

To the Registrar of Companies

For official use

Company number

[] [] [] [] [] []

1799743

Name of company

* GROVECASTLE LIMITED

Date of creation of the charge

10th

day of

June

1988

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the "Bank") of any kind (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):

MESSRS. JACQUES & LEWIS
2 SOUTH SQUARE
GRAY'S INN
LONDON, WC1R 5HR.
RS/SG/CD1

For official Use
Mortgage Section

Post room

REGISTERED

14 JUN 1988



Time critical reference

Short particulars of all the property mortgaged or charged

1. By way of legal mortgage:-

ALL THAT leasehold property known as 69 Cadogan Gardens
London SW3 and registered at H.M. Land Registry with
Absolute Title Number NGL 553858

2. By way of fixed charge the plant, machinery and fixtures and
fittings, furniture, equipment, implements and utensils now and in the
future at the property described above.

Note:- The Legal Charge contains covenants by the Company with the
Bank not without the Bank's prior written consent to create or permit
to arise any mortgage charge or lien on the charged property nor to
dispose of any of the charged property.

Particulars as to commission allowance or discount (note 3)

Signed


DIRECTOR

Date

10th June 1988

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.

Please do not
write in
this margin

Please complete
logically, preferably
in black type
bold block letters



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 10th June 1988
and created by GROVECASTLE LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to The Royal Bank of Scotland plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 14th June 1988

Given under my hand at the Companies Registration Office,
Cardiff the 21 JUN 1988

No. 1799743

Certificate and instrument received by

..... Post

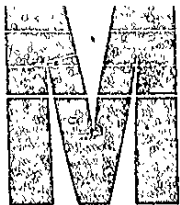
..... KP

Date 23/6

P. T. Davies

P. T. DAVIES

an authorised officer



Declaration of satisfaction in full or in part of mortgage or charge

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

1799743

1799743

Name of company

* **GROVECASTLE LIMITED**

* Insert full name
of company

I, **JOHN HENRY JAMES LEWIS**
of **11 KINGS ROAD, SLOANE SQUARE, LONDON SW3**

† delete as
appropriate

a director/the secretary of the above company, do solemnly and sincerely declare that the debt for

‡ insert a description
of the instrument(s)
creating
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

which the charge described below was given has been paid or satisfied in [full] [part] †

Date and Description of charge ‡ **19/3/87 LEGAL MORTGAGE**

Date of Registrations **25/3/87**

Name and address of [chargee] [trustee for the debenture holders] **NATIONAL WESTMINSTER**

BANK PLC

§ the date of
registration may be
confirmed from the
certificate

Short particulars of property charged § **FLAT 24 BRISTOL HOUSE 67 LOWER
SLOANE STREET LONDON SW1 4PS 943**

§ insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at **1 Cadogan Gate**
London SW3

Declarant to sign below

the **13th** day of **June**
one thousand nine hundred and **ninety four**
before me **[Signature]**

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

For official Use
Mortgage Section

Post room

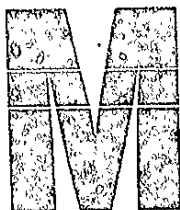
REGISTERED

18 JUN 1994

COMPANIES

18 JUN 1994

HOUSE



COMPANIES FORM No. 403a

Declaration of satisfaction
in full or in part
of mortgage or charge

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

SM

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

To the Registrar of Companies

For official use

Company number

[[113]]

1799743

Name of company

* GROVECASTLE LIMITED

* insert full name
of company

I, JUDAN HENRY JAMES LEWIS
of 11 KINGS ROAD SLOANE SQUARE LONDON SW1

† delete as
appropriate

which the charge described below was given has been paid or satisfied in [full] [part]†

† insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

Date and Description of charge† 19/3/87 LEGAL MORTGAGE

Date of Registration 25/3/87

Name and address of [chargee] [trustee for the debenture holders] NATIONAL WESTMINSTER
BANK PLC

or the date of
registration may be
confirmed from the
certificate

Short particulars of property charged FLAT 19 BRISTOL HOUSE LOWER SLOANE
SQUARE LONDON T/N. NGL 536281

§ insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 1 Cadogan Gate
Handcuse,

Declarant to sign below

the 13th day of June
one thousand nine hundred and ninety four
before me Richard

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

For official Use
Mortgage Section

Post room

REGISTERED

18 JUN 1994

M

COMPANIES FORM No. 403a

Declaration of satisfaction
in full or in part
of mortgage or charge

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

1799743

1799743

Name of company

* GRAVECASTLE LIMITED

* insert full name
of company

I, JOHN HENRY JAMES LEWIS
of 11 KINGS ROAD SLOANE SQUARE LONDON SW3

† delete as
appropriate

‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

a director/the secretary of the above company, do solemnly and sincerely declare that the debt for

which the charge described below was given has been paid or satisfied in [full] [part] †

Date and Description of charge ‡ 26/9/87 LEGAL CHARGE

Date of Registration 2/10/87

Name and address of [chargee] [trustee for the debenture holders] NATIONAL WESTMINSTER
BANK PLC

§ the date of
registration may be
confirmed from the
certificate

Short particulars of property charged § PRESENT GARAGE ETC LEADING TO
BRISTOL HOUSE 67 LOWER SPOONE STREET LONDON T/W6 NGL 492333

§ insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at Cadogan Gate
London SW1

Declarant to sign below

the 13th day of June
one thousand nine hundred and ninety four
before me J. P. J. J. J.

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

For official Use

Mortgage Section

REGISTERED

18 JUN 1994

Post room

HOUSE

M

Please do not
write in
this margin

COMPANIES FORM NO. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

CE1

395

m334c

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

To the Registrar of Companies

For official use

Company number

SUB

1799743

Name of company

* Grovecastle Limited

* Insert full name
of company

Date of creation of the charge

13th day of June 1994

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

Debenture

Amount secured by the mortgage or charge

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

20 JUN 1994

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):

SBLWES.GRO

The Royal Bank of Scotland plc
Securities Section
(England and Wales)
Centurion House 129 Deansgate
Manchester M3 3WF

Time critical reference

For official Use
Mortgage Section

REGISTERED

18 JUN 1994

Post room

18 JUN 1994

HOUSE

Short particulars of all the property mortgaged or charged

- 1 By way of legal mortgage all the freehold and leasehold property now vested in or charged to the Company;
- 2 By way of fixed charge all estates or interests in any freehold and leasehold property now and in future vested in or charged to the Company except the property referred to in paragraph 1;
- 3 By way of fixed charge:-
 - (i) all the plant, machinery and fixtures and fittings, furniture, equipment, implements and utensils now and in the future belonging to the Company;
 - (ii) all the goodwill and uncalled capital of the Company present and future;
 - (iii) all stocks, shares and other securities now and in the future belonging to the Company;
 - (iv) all intellectual property rights, choses in action and claims now and in the future belonging to the Company; and
 - (v) all book debts and other debts (including any funds standing to the credit of the Company from time to time on any account with the Bank or any other bank or financial institution or organisation) now and in the future owing to the Company.
- 4 By way of floating charge all the undertaking and all property assets and rights of the Company present and future not subject to a fixed charge under the Debenture.

Please do not write in this margin

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

Note 1 The Debenture contains covenants by the Company with the Bank:-

- (a) Not without the previous written consent of the Bank to create or permit to arise any mortgage charge or lien on any of the Company's property nor to dispose of any of the Company's property except that the property subject to the floating charge may be disposed of in the ordinary course of business.
- (b) To pay into the Company's account with the Bank (or such other account as the Bank may specify from time to time) all money which the Company may receive in respect of the Company's book debts and other debts and not to deal with the Company's book debts and other debts otherwise than by collecting them in the ordinary course of the Company's business and in particular not to realise the Company's book debts and other debts by means of book discounting, factoring or the like.

2 The Debenture gives the Bank power to appoint an Administrative Receiver.

Particulars as to commission allowance or discount (note 3)

For The Royal Bank of Scotland plc

Signed

[Signature]
The Royal Bank of Scotland plc

Date

17/10/94

Duly Authorised Official

On behalf of [company] (mortgagee/chargee)
[Signature]
Assistant Secretary

† delete as appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with those 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 situated 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. 01799743

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 13th JUNE 1994 AND CREATED BY GROVECASTLE 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 18th JUNE 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd JUNE 1994.

J. M. EVANS

for the Registrar of Companies



COMPANIES HOUSE

HC026B

2.4.94 1/01