



Particulars of a mortgage or charge

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

For official use Company number



1971312

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

To the Registrar of Companies

Name of company

* Canary Wharf Limited (formerly Olympia & York Canary Wharf Limited)

Date of creation of the charge

17th November, 1993

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

Supplemental Deed dated 17th November, 1993 (the "Deed") created by the Company in favour of the Partnership which is supplemental to the Charge on Cash dated 7th September, 1993.

Amount secured by the mortgage or charge

The payment and discharge of the Secured Obligations (as defined in the Charge on Cash).

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

C.M. Sharman, N.W.M. May & I.E. Barlow all of 1 Puddle Dock, Blackfriars, London

as partners for and on behalf of the firm of KPMG Peat Marwick (the "Partnership")

Postcode

EC4 3PD

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

Allen & Overy
9 Cheapside
London EC2V 6AD

Ref BWH/RED/HCB

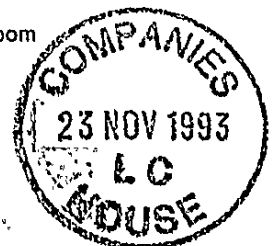
Time critical reference

For official use
Mortgage sect

REGISTERED

23 NOV 1993

Post room



Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

The Company has agreed to amend the Charge on Cash, inter alia, as follows with effect from the Date of the Deed:

Please complete
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bold block
lettering

1. in the definition of "Total Required Security Value" in the Charge on Cash the amount of the Total Required Security Value is reduced from £5,000,000 to £4,607,829;
2. the definition of "Set-off Letter" is deleted; and
3. all references to documents include all variations and replacements thereof, supplements thereto and novation of such documents.

Terms shall have the same meanings as in the Charge on Cash (as defined therein).

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Allen L. Overy

Date

22nd November, 1993

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.

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FILE COPY



**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 17th NOVEMBER 1993
and created by CANARY WHARF LIMITED

for securing all moneys due or to become due from the Company to C.M.
SHARMAN, N.W.M. MAY & I.E. BARLOW AS PARTNERS FOR AND ON BEHALF OF THE
FIRM OF KPMG PEAT MARWICK (THE PARTNERSHIP) SUPPLEMENTAL TO A CHARGE ON
CASH DATED 07.09.93

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 23rd NOVEMBER 1993

Given under my hand at the Companies Registration Office,
Cardiff the 25th NOVEMBER 1993

No. 1971312

A handwritten signature in dark ink, appearing to read 'M. Saha'.

M. SAHA

an authorised officer

C.69

L.C
25/Nov/93