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COMPANIES FORM No. 395
Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

8 OCT 2003

395

A/C 00400031/10

Company number

2032816

For official use

To the Registrar of Companies
(address on page 2 - Note 5)

Name of company

RICARDO PROPERTIES LIMITED

Date of creation of the charge

18th SEPTEMBER 2003

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

A Deed of Admission to an Omnibus Guarantee and Set-Off Agreement dated 24th July 1991 (the "Agreement")

Amount secured by the mortgage or charge

All moneys and liabilities then due or which might thereafter become due to Lloyds TSB Bank plc (the "Bank") from either the Company or any one or more of the other parties to the Agreement (other than the Bank) being at the date hereof the following companies:

RICARDO PLC

RICARDO PROPERTIES LIMITED

SAC INTERNATIONAL PLC

RICARDO CONSULTING ENGINEERS LIMITED

RICARDO SPECIAL VEHICLES LIMITED

RICARDO MTC LTD

RICARDO TARRAGON LIMITED

RICARDO UK LIMITED

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

Lloyds TSB Bank plc
71 Lombard Street
London EC3P 3BS

Postcode

Presenter's name address and
reference (if any): **379105 JVG**

LLOYDS TSB BANK plc
BRISTOL SECURITIES CENTRE
WHOLESALE BANKING OPERATIONS

DX 95700

BRISTOL (BAXTON ROAD)

Time critical reference

For Official Use
Mortgage Section

Post room



A24
COMPANIES HOUSE

0581
08/10/03

Short particulars of all the property mortgaged or charged

Any sum or sums for the time being standing to the credit of any present or future account of the Company with the Bank.

NOTE: By Clause 13(f) of the Agreement, the Company agreed that it would not (without the prior written consent of the Bank) mortgage, charge or otherwise dispose of all or any of the accounts for the time being of the Company with the Bank or any sum or sums standing to the credit of any one or more of such accounts, except to the extent that any relevant disposal represents a withdrawal from any of such accounts which is effected in the normal operation of such account and at a time when the Company is otherwise entitled to effect such withdrawal.

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Lloyds TSB Bank plc
BRISTOL SECURITIES CENTRE
WHOLESALE BANKING OPERATIONS

Signed

Date

7 - 10 - '03

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.
- 5 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02032816

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS GUARANTEE AND SET-OFF AGREEMENT DATED 24TH JULY 1991 DATED THE 18th SEPTEMBER 2003 AND CREATED BY RICARDO PROPERTIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th OCTOBER 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th OCTOBER 2003.

Dxln.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —