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legibly, preferably
in black type, or
bold black lettering

COMPANIES FORM No. 395

Particulars of a charge

1789/27 MAY/LN

Pursuant to section 395 of the Companies Act 1985

395

To the Registrar of Companies

A

For official use

Company number

□ □ □ □

2053619

Name of company

FIRST SECURITY (GUARDS) PLC

Date of creation of the charge

18th May 1987

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

DEBENTURE

Amount secured by the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing due from the Company to the Bank upon any account and in any manner whatsoever.

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

BARCLAYS BANK PLC
54 LOMBARD STREET
LONDON, EC3P 3AH

Short particulars of all the property mortgaged or charged

SEE OVERLEAF

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

COMPANY AND CREDIT
INFORMATION SERVICES
BARCLAYS BANK PLC
54 LOMBARD STREET
LONDON EC3P 3AH

For official use

Mortgage section

RECEIVED

27 MAY 1987

Post room



Time critical reference

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

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

- (a) by way of legal mortgage all the freehold and leasehold property of the Company the title to which is registered at H.M. Land Registry together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon;
- (b) by way of legal mortgage all other freehold and leasehold property of the Company now vested in it (whether or not registered at H.M. Land Registry) together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon;
- (c) by way of first fixed charge all future freehold and leasehold property of the Company together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and all the goodwill and uncalled capital for the time being of the Company;
- (d) by way of first fixed charge all book debts and other debts now and from time to time due or owing to the Company (during the continuance of this security the Company shall pay into the Company's account with the Bank all moneys which it may receive in respect of the book debts and other debts hereby charged and shall not without the prior consent of the Bank in writing purport to charge or assign the same in favour of any other person and shall if called upon to do so by the Bank execute a legal assignment of such book debts and other debts to the Bank);
- (e) by way of a first floating charge all other the undertaking and assets of the Company whatsoever and wheresoever both present and future but so that the Company is not to be at liberty to create any mortgage or charge upon and so that no lien shall in any case or in any manner arise on or affect any part of the said premises either in priority to or *pari passu* with the charge hereby created and further that the Company shall have no power without the consent of the Bank to part with or dispose of any part of such premises except by way of sale in the ordinary course of its business.

Particulars as to commission, allowance or discount

FOR BARCLAYS BANK PLC

Signed

Date

22 MAY 1987

Designation of position in relation to the company: MANAGER
COMPANY AND CREDIT INFORMATION SERVICES



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 18th May 1987
and created by FIRST SECURITY (GUARDS) PLC

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

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 27th May 1987

Given under my hand at the Companies Registration Office,
Cardiff the -2 JUN 1987

No. 2053619
Certificate and instrument received by

Date 2/6/87

E. Church
E. CHURCH

an authorised officer



Please do not
write in
this margin

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

*Insert full name
of company

COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use Company number

Name of company

2053619

2053619

* FIRST SECURITY (GUARDS) PLC

Date of creation of the charge

12TH NOVEMBER 1993

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

Deed of Assignment ("the Deed") made between First Security (Guards) Plc Pension Scheme ("the Pension Scheme") (1) and UCB Bank plc ("the Bank") (2)

Amount secured by the mortgage or charge

All monies and liabilities due owing or incurred by the Pension Scheme to the Bank on any account in any manner whatsoever whether alone or jointly with any other person whether as principal or surety certain or contingent together with interest on all such money and liabilities together with costs charges and other expenses incurred by the Bank in relation to the Legal Charge ("the Legal Charge") of even date made between the Pension Scheme (1) and the Bank (2)

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

UCB Bank plc

UCB House 36-60 Sutton Court Road Sutton Surrey

Postcode SM1 4TE

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

Ref: SGC/HCS/F-2736.704

ALSOP WILKINSON
6 DOWGATE HILL
LONDON EC4R 2SS

For official use
Mortgage section

23 NOV 1993

Post room

COMPANIES HOUSE
Cardiff

23 NOV 1993

M

Time critical reference

Short particulars of all the property mortgaged or charged

By way of assignment the Pension Scheme as trustee assigns to the Bank the benefit of all rents and other sums payable under the leases ("the Leases") as more particularly described in the Schedule hereto including such arrears (if any) existing at the date of the Deed including without limitation all value added tax (if any) payable on or in respect of the same and all interest as may from time to time be payable thereon as provided for under the terms of the Leases and all insurance monies payable in respect of loss of rents ("the Rents").

N.B. (1) The Deed includes covenants by and restrictions on the Pension Scheme which protect and further define the Deed which must be read as part of the Deed created.

cont'd.

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

N/A

Signed

Alwyn Wilkinson

Date

22 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.

**Particulars of a mortgage or charge
(continued)**

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write in this
margin

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

Company number

2053619

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

Name of company

FIRST SECURITY (GUARDS) PLC ("the Company")

Limited*

*Delete if
inappropriate

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

- (2) The Deed contains a covenant by the Pension Scheme that it shall not make any other assignment or transfer or agree to make any such assignment or transfer in respect of the Pension Scheme's entitlement to the receipt of the Rents under the Leases and not to permit or allow any rights to arise in favour of or exercisable by any third parties (other than the Bank) over any such monies.
- (3) By virtue of the provisions of the Deed all the Rents received by it under the terms of the Deed shall be set against all monies secured by the Pension Scheme under the Legal Charge.



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 12th NOVEMBER 1993
and created by FIRST SECURITY (GUARDS) PLC

for securing all moneys due or to become due from THE COMPANY AND/OR ALL
OR ANY OF THE OTHER PARTIES NAMED THEREIN to UCB BANK PLC under the terms
of THIS CHARGE AND THE LEGAL CHARGE OF EVEN DATE

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. 2053619

[Signature]
M. HUGHES

an authorised officer

C.69

M

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

*Insert full name
of company

COMPANIES FORM No. 395**395****Particulars of a mortgage or charge**

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use Company number

Name of company

* **FIRST SECURITY (GUARDS) PLC**

2053619

Date of creation of the charge

12th November 1993

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

LEGAL CHARGE made between First Security (Guards) plc Pension Scheme ("the Pension Scheme") (1) and UCB Bank plc ("the Bank") (2)

Amount secured by the mortgage or charge

All monies and liabilities due owing or incurred by the Pension Scheme to the Bank on any account in any manner whatsoever whether alone or jointly with any other person whether as principal or surety certain or contingent together with interest on all such money and liabilities costs charges and expenses

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

**UCB BANK PLC of UCB House 36-60 Sutton Court Road
Sutton Surrey**

Postcode **SM1 4WP**

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

PLH/sgc/Fm-4934.704

**ALSOP WILKINSON
6 DOWGATE HILL
LONDON EC4R 2SS**

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Mortgage section

REGISTERED

23 NOV 1993

Post room

Cardiff

23 NOV 1993

M

Short particulars of all the property mortgaged or charged

First Security (Guards) plc as trustee of the Pension Scheme hereby charges:

- 1 By way of Legal Charge the freehold land and premises registered at H M Land Registry under Title Number 182721 known as 100 King Street, Hammersmith, London W6;
- 2 By way of Floating Charge all moveable plant machinery implements utensils furniture goods and equipment now or from time to time placed on or about the said property and owned by the Pension Scheme.

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)

N/A

Signed

Alan Wilkinson

Date

22 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.

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 12th NOVEMBER 1993
and created by FIRST SECURITY (GUARDS) PLC

for securing all moneys due or to become due from THE COMPANY AND/OR ALL
OR ANY OF THE OTHER COMPANIES NAMED THEREIN to UCB BANK PLC under the
terms of THIS CHARGE AQND LEGAL CHARGE OF EVEN DATE

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. 2053619

M. Ikram Dar
M. IKRAM DAR.

an authorised officer

C.69

**Declaration of satisfaction
in full or in part
of mortgage or charge****403a****(2)**Please do not
write in
this margin

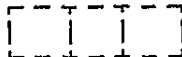
Pursuant to section 403(1) of the Companies Act 1985

PN

To the Registrar of Companies

For official use

Company number

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

2053619

Name of company

* First Security (Guards) Plc

* insert full name
of companyI, Simon Gooneyof 58 Myddelton Square London EC1† delete as
appropriatea 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‡ Deed of Assignment dated 12th November 1993Date of Registration 1993Name and address of [chargee][trustee for the debenture holders] UCB Bank PlcUCB House 36-60 Sutton Court Road Sutton Surrey SM1 4TE§ the date of
registration may be
confirmed from the
certificateShort particulars of property charged§ benefit of all rents and other sums payable
under the leases on 100 King Street Hammersmith London W6§ insert brief
details of
propertyAnd 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

83 Wimpole Street
London W1

Declarant to sign below

the

15th

day of

July

one thousand nine hundred and

ninety four

before me

P. BrandA Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for OathsPresentor's name address and
reference (if any):Messrs. Anselms
17 Welbeck Street
London W1M 7PF

Our Ref.: CPB KM

For official Use

Mortgage Section

16 JUL 1994

Post room:



AKGRL222

A07 RECEIPT DATE: 16/07 '94

oyez The Solicitors Law Stationery Society plc, Oyez House, 237 Long Lane, London SE1 4PU

Companies M403 A

1985 Edition

16340 7 05

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COMPANIES FORM No. 403a

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

403a

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

PN

To the Registrar of Companies

For official use

Company number

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

[] [] [] []

2053619

Name of company

* FIRST SECURITY (GUARDS) PLC

* Insert full name
of company

I, Mr. Simon Cooney

of 58 Myddelton Square London EC1

† 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: Legal Charge dated 12th November 1993

Date of Registration: 1993

Name and address of [chargee] [trustee for the debenture holders] UCB Bank Plc

UCB House 36-60 Sutton Court Road Sutton Surrey SM1 4TE

§ the date of
registration may be
confirmed from the
certificate

Short particulars of property charged: Freehold 100 King Street Hammersmith London W6

§ 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 83 Wimpole Street
London W1

Declarant to sign below

the 15th day of July
one thousand nine hundred and ninety four
before me R. Brand

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):

Anselms
17 Welbeck Street
London W1M 7PF

Ref: CPB KM 7574

Tel: 071-224-5566

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Mortgage Section

16 JUL 1994

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AKGRM223

A07 RECEIPT DATE: 16/07/94

oyez The Solicitors' Law Stationery Society plc, Oyez House, 237 Long Lane, London SE1 4PU

Companies M403 A

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