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legibly, preferably
in black type or
bold block
lettering

*Insert full name
of company

COMPANIES FORM NO. 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

112

2053619

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/mcs/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

Short particulars of all the property mortgaged or charged

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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,

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.

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

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

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

Company number

2053619

Please complete
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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)

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- (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



Particulars of a mortgage or charge

395

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Pursuant to section 395 of the Companies Act 1985

Please complete
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To the Registrar of Companies

For official use Company number

Name of company

* FIRST SECURITY (GUARDS) PLC

*Insert full name
of company

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

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

PLW/sgc/Fm-4934.704

ALSOE WILKINSON
6 DOWGATE HILL
LONDON EC4R 2SS

For official use
Mortgage section

REGISTERED

23 NOV 1993

Post room

Cardiff

23 NOV 1993

M

Time critical reference

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.

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Particulars as to commission allowance or discount (note 3)

N/A

Signed

Alain Wilkinson

Date

22 November 1993

On behalf of [company] [mortgagee/chargee]*

*Delete as
appropriate

Notes

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 - (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.
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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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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,
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M. IKRAM DAR.

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