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*insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

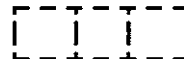
Pursuant to section 395 of the Companies Act 1985



To the Registrar of Companies

For official use

Company number



2068919

Name of company

* CHASE MONTAGU LIMITED

Date of creation of the charge

7 OCTOBER 1998

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 of Commercial Acceptances Limited of any kind (whether present or future, actual, contingent or whether incurred alone or joining with another) including commission, interest, costs and expenses.

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

COMMERCIAL ACCEPTANCES LIMITED
23B Grove End Road
London
NW8 9BP

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

MISHCON DE REYA
21 Southampton Row
London WC1B 5HS

DX: 37954 KINGSWAY

17/PRM/7200-

Time critical reference

For official use
Mortgage Section

Post room



1. By way of Legal Mortgage all that Leasehold property situate and known as First Floor 18 & 19 Eaton Row, London SW1W 0JA registered at H M Land Registry with Title Absolute under Title Number NGL261963.
2. By way of floating security all moveable plant machinery implements furniture and equipment now or from time to time placed or used in or about the mortgaged property.

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Particulars as to commission allowance or discount (note 3)

NONE

Signed

M. J. M. de Ruyter

Date 13 October 1998

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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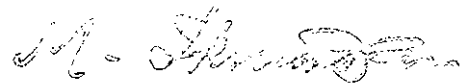
CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02068919

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 7th OCTOBER 1998 AND CREATED BY CHASE MONTAGU LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO COMMERCIAL ACCEPTANCES LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 15th OCTOBER 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16th OCTOBER 1998.



M. IBRAHIM Durrani

for the Registrar of Companies



C O M P A N I E S H O U S E