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in black type, or  
bold block lettering

\* Insert full name  
of company

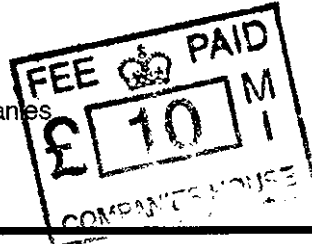
COMPANIES FORM No. 395  
Particulars of a mortgage or charge

LB-410-  
001317

395

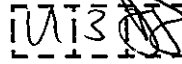
Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies



For official use

Company number



2190393

Name of company

\* The Royal Air Force Benevolent Fund Enterprises

Date of creation of the charge

4th March 1999

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

Debenture

Amount secured by the mortgage or charge

The Principal Sum (as defined in the Debenture) being the sum calculated as shown in the Schedule to the Debenture being the balance from time to time of unexpended payments made under the Advance Sponsorship Agreement which balance constitutes indebtedness owed to the Sponsor in accordance with the said Agreement.

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

British Aerospace (Operations) Limited, Warwick House,  
PO Box 87, Farnborough Aerospace Centre, Farnborough,  
Hampshire GU14 6YU

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

P. Riley  
Deputy Legal Director  
British Aerospace PLC  
Warwick House, PO Box 87  
Farnborough Aerospace  
Centre, Farnborough  
GU14 6YU

For official use  
Mortgage Section

Post room



Time critical reference

1. By way of fixed charge the goodwill and uncalled capital of The Royal Air Force Benevolent Fund Enterprises (the "Company")
2. By way of legal mortgage all other freehold and leasehold property of the Company at the date of the Debenture and thereafter vested from time to time in the future in the Company
3. By way of fixed charge all book debts and other debts at the date of the Debenture and from time to time due or owing to the Company
4. By way of floating charge all other the undertaking and assets of the Company whatsoever and wheresoever both present and future.

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bold block  
lettering

Particulars as to commission allowance or discount (note 3)

None

Signed

*P. Green*

Date

*22nd March 1999*

On behalf of [company] mortgagee/chargee<sup>†</sup>

<sup>†</sup> 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**

COMPANY No. 02190393

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 4th MARCH 1999 AND CREATED BY THE ROYAL AIR FORCE BENEVOLENT FUND ENTERPRISES FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BRITISH AEROSPACE (OPERATIONS) LIMITED IN ACCORDANCE WITH THE SAID AGREEMENT WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th MARCH 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th MARCH 1999.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



C O M P A N I E S   H O U S E