

Please do not write in this margin

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985



To the Registrar of Companies

Gir

GR M368C

For official use Company number

For official use Co

2325652

*Insert full name of company

bold block lettering

Please complete legibly, preferably in black type or

Name of company

*RAPID 7250 LIMITED

NOW KNOWN AS LUNDON & NEW YORK ESTATES

(DENMARK ST.)

() LIMITED

Date of creation of the charge

31 January 1989

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

Deposit of Title Deeds without Instrument

Amount secured by the mortgage or charge

All sums payable under a facility letter dared 24 January 1989 issued by the Mortgagee to Robert Fraser Sixth Development Company Limited Rapid 7250 Limited and Bosun Properties Limited relating to a loan of £900,000

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

ROBERT FRASER & PARTNERS LIMITED of Fraser House,
29 Albemarle Street,
London Pustcode W1X 3FA

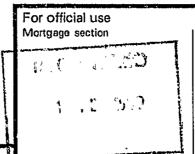
22/2

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

BERWIN LEIGHTON ADELAIDE HOUSE LONDON BRIDGE LONDON EC4R 9HA

REF: RHAW/B.687/48a

Time critical reference





at H.M	et in the Registry	London with	Boroug title	gh of Cam absolute	iden regi e under	stered title

Please do not write in this margin

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

Signed

Date

February

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.

Page 2



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 by deposit of deeds made on the 31st January 1989

and created by RAPID 7250 LIMITED now known as LONDON & NEW YORK ESTATES (DENMARK ST.) LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time accruing due from the company to Robert Fraser & Partners Limited

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 17th February 1989

under my hand at the Companies Registration Office, Cardiff the 28 FEB 1989

No. 2325652

Certificate and instrument received by

Date ... 1/3/89 MG.

cooke and

M.G. WILSON ,

an authorised officer

C.69a

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985



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

*Insert full name of company

ela	981599	(3	ţ	İ
1	gg de la commanda de			
	1 🖋			

To the Registrar of Companies

M255

For official use Company number

2325652

Name of company

*LONDON & NEW YORK ESTATES (DENMARK ST.) LIMITED

Date of creation of the charge

15 May 1989

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

Debenture

Amount secured by the mortgage or charge

All monies and liabilities which shall for the time being (and whether on or at any time after demand or judgment) be due or owing from or incurred by Robert Fraser London & New York Estates (Dermark St.) Limited and . Development Company Limited Bosun Properties Limited ("the Borrower" which expression pursuant to to the Lender each of them) includes provisions of the facility letter dated 24 January 1989 under which the Mortgagee made available to the Borrower a loan facility of £900,000 together with all liabilities payments losses costs expenses discount commission charges and interest

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

ROBERT FRASER & PARTNERS LIMITED of Fraser House,

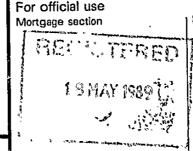
29 Albemarle Street,
London Postcode W1X 3FA

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

BERWIN LEIGHTON ADELAIDE HOUSE LONDON BRIDGE LONDON EC4R 9HA

REF: RHAW/B.687/48a

Time critical reference







Short particulars of all the property mortgaged or charged

1. By way of legal mortgage the property described in the Schedule below and all buildings and other structures now or from time to time thereon ("the Mortgaged Property")

Without. prejudice to the generality the foregoing by way of fixed equitable charge all and any sale or other disposal or realisation proceeds of Mortgaged Property payable orreceivable at or after completion of any such sale or other disposal realisation and whether payable to orreceivable by the Borrower any agent or other person on its oror the Commissioners of Inland Revenue behalf other authority body or person whatsoever and the benefit of any account set up at any time in the name or for the account of the Borrower into which the proceeds

of any such sale or other disposal or realisation shall be deposited and all monies from time to time standing

Please do not write in this margin

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

Particulars as to commission allowar	nce or discount (not	:e 3)
--------------------------------------	----------------------	-------

to the credit of any such account

Signed

Dela

Date

17 d Hay 1989

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.

Page 2

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

Please do not write in this margin

Particulars of a mortgage or charge (continued)

Continuation sheet No_ to Forms Nos 395 and 410 (Scot)

Company number

<u>2325652</u>

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

Name of company LONDON & NEW YORK ESTATES (DENMARK ST.) LIMITED *Delote if inappropriate Limited* Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2) Page 1

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

- З. way of fixed equitable charge the benefit of each and all of the personal covenants by the lessees or underlessees under the leases or underleases subject to which the estate of the Borrower in the Mortgaged Property is held now or from time to time and each and all of the guarantees in respect of the obligations lessees or underlessees under or pursuant to such leases or underleases in any such case whether given to the Borrower or any predecessor in title of the Borrower.
- By way of fixed equitable charge the benefit and all of the following including each limitation) all rights of enforcement of
- i) each and all of the contracts now or hereafter entered into by the Borrower with architects contractors quantity surveyors structural engineers and surveyors in respect of development or refurbishment of or other works to the Mortgaged Property and each and all of the bonds or guarantees now or hereafter issued to or for the benefit of the Borrower in connection with all or any of such contracts
- ii) copyright and rights in the nature of copyright vested in the Borrower from to time in any plans specifications and negatives prepared for or in connection with any development or refurbishment of or other works to the Mortgaged Property
- iii) the licence of the Borrower implied specifications and negatives plans copyright of which is not vested in the Borrower
- iv) all guarantees warranties and representations given or made by and any rights or remedies against all or any of the manufacturers suppliers or installers of all plant machinery fixtures fittings and other items now or from time to time in the building or buildings erected or to be erected on the Mortgaged Property and any other person firm or company now or from time to time under contract with or under a duty to the Borrower
- way of first floating charge the uncalled the time being and all the property and capital for and undertakings of the company whatsoever wheresoever both present and future including its goodwill

THE SCHEDULE

Freehold land known as 5 Denmark Street in the London Borough of Camden registered at H.M. Land Registry with title absolute under title number 437858

Page 4

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

Please do not write in this margin

Particulars of a mortgage or charge (continued)

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

Company number

2325652

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

	• Name of company	
*Delete if inappropriate	LONDON & NEW YORK ESTATES (DENMARK ST.) LIMITED	
		Limited*
	Description of the instrument creating or evidencing the mortgage or charge (co	ontinued) (note 2)

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

The Debenture provides that the Company will NOTE not without the prior written consent of the Mortgagee assign or factor or agree to assign or factor all or any of the property and assets charged by the Debenture nor create or attempt or contract to create or suffer or permit to arise or subsist any mortgage charge pledge hypothecation lien or other security interest or encumbrance whatsoever over or in respect of all or any of the property and assets charged by the Debenture nor sell exchange convey assign lease transfer or otherwise deal with or dispose of or contract or purport to do any of such things or suffer to arise any set-off or other third party rights in relation to all or any of the property and assets charges by the Debenture (and not do so in relation to property and assets referred to only in paragraph 5 above otherwise than by way of a sale or other disposal in the ordinary course of its business)

Page 4

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 15th MAY 1989 and created by LONDON & NEW YORK ESTATES (DENMARK ST.) LIMITED

for securing all moneys due or to become due from THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN to ROBERT FRASER & PARTNERS LIMITED PURSUANT TO A FACILITY LETTER DATED 24th JANUARY 1989 AND THIS DEED

was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 18th MAY 1989

Given under my hand at the Companies Registration Office,

Cardiff the 25th MAY 1989

No. 2325652

P. JONES

an authorised officer

C.69



Please do not write in this margin

legibly, preferably in black type, or bold block lettering

* Insert full name of company

COMPANIES FORM No. 395

Particulars of a charge

Pursuant to section 395 of the Companies Act 1985



•	Compa	au i i
ař -	Note	5)
		ř - Note

55

M628C
For official use Co

Company number

2325652

Name of company

LONDON AND NEW YORK ESTATES (DENMARK ST) LIMITED

Date of creation of the charge

22nd December 1992

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

Legal charge

Amount secured by the charge

the aggregate of:-

- 1) £20,000 due to the chargee from Ratleigh Properties Limited ("Ratleigh") on 31st December 1992 under the terms of an agreement dated 22nd December between (amongst others) the chargee and Ratleigh ("Agreement")
- 2) £20,000 due to the chargee from Ratleigh on 31st March 1993 under the Agreement
- 3) all other amounts which become payable to the chargee under the Agreement by virtue of non-payment or late payment of the sums referred to above
- 4) an amount equal to value added tax payable on all or any of the amounts referred to above (continued on separate sheet)

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

London & New York Estates Limited

27/31 Blandford Street

London Postcode W1H 3AD

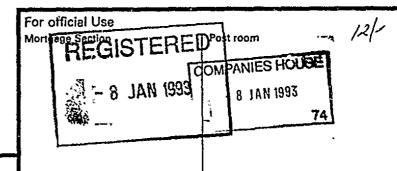
Presentor's name address and reference (if any):

Simon Olswang & Co 1 Great Cumberland Place London W1H 7AL

DX 44407 Marble Arch

Ref: RCS

Time critical reference



The freehold land known as 5 Denmark Street registered with the title number 437858

write in this margin

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

articulare as	. +0	commission	allowanco	or	discount	(2014 3)
arucunars as	i KI	CORDINESSICIA	differential	Ui.	こけつしししょし	נכ שנסהו

Solution Obviang + 6

Date 6th January 1993

t delete as appropriate

On behalf of [company][chargeelkx

Notes

- 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 "Legai 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

LONDON AND NEW YORK ESTATES (DENMARK ST) LIMITED - No. 2325652

Companies Form No. 395 (continuation)

5) all costs charges expenses and fees incurred by the chargee in the enforcement of the security constituted by the charge or as a result of a breach of the Agreement

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 22nd DECEMBER 1992 and created by LONDON & NEW YORK ESTATES (DENMARK ST.) LIMITED

for securing £20,000.00 and all other moneys due or to become due from RATLIEGH PROPERTIES LIMITED to LONDON & NEW YORK ESTATES LIMITED under the terms of THE "AGREEMENT" DATED 22nd DECEMBER 1992 AND THIS CHARGE AS DEFINED THEREIN

was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 8th JANUARY 1993

Given under my hand at the Companies Registration Office,

Cardiff the 15th JANUARY 1993

No. 2325652

A. P. GODDARD

an authorised officer

C.69