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CHFP025

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

\*insert full name  
of Company

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

# 395

A fee of £13 is payable to Companies House in respect  
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

176714/13  
For official use

Company number

[176714/13]

2326563

Name of company

\* Association of District Councils (Properties) Limited (the "Company")

Date of creation of the charge

01 April 2008

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

Deed of Release and Charge between (1) the Company and (2) Law Debenture  
Trustees Limited, dated 01 April 2008 (the "Deed")

Amount secured by the mortgage or charge

Payment of the principal amount of the Stock and all moneys intended to be  
secured by the Trust Deed

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

See Schedule 1

Postcode

Presentor's name address and  
reference (if any)

Simmons & Simmons  
CityPoint  
One Ropemaker Street  
London  
EC2Y 9SS

011923-00134/JHB/PPM

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

THURSDAY



LD5

\*LP95ZYK5\*

03/04/2008

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COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

See Schedule 2

Please do not  
write in  
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*Please complete  
legibly, preferably  
in black type, or  
bold block  
lettering*

Signature

Date

Not

Particulars as to commission allowance or discount (note 3)

None

*A fee is payable  
to Companies  
House in  
respect of each  
register entry  
for a mortgage  
or charge  
(See Note 5)*

Signed

*Summons & Summons*

Date 2 April 2008

On behalf of ~~XXXXXXXXXXXXXXXXXX~~ [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 situated 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.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is **Companies House, Crown Way, Cardiff CF14 3UZ**.

Name of Company: ASSOCIATION OF DISTRICT COUNCILS (PROPERTIES)  
LIMITED  
Company number: 2326563

Continuation sheet 1

**SCHEDULE 1**

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

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Law Debenture Trustees Limited, registered in England and Wales as company number 625705 and having its registered office at Fifth Floor, 100 Wood Street, London EC2V 7EX (the "Trustee" which expression shall include such company and any successors and assigns) as trustee for the holders of the Stock

**Name of Company:** ASSOCIATION OF DISTRICT COUNCILS (PROPERTIES)  
**LIMITED**  
**Company number:** 2326563

Continuation sheet 2

**SCHEDULE 2**

**Short particulars of all the property mortgaged or charged**

- 1 As security for the payment of the principal amount of the Stock and all other moneys intended to be secured by the Trust Deed, the Company assigns absolutely to the Trustee all of the Company's present and future rights, title and interest in and to the Charged Amount
- 2 The Company covenants with the Trustee that it shall not create or permit to subsist any security over the Charged Amount other than the security created by the Deed and that it shall not otherwise dispose of any of its rights, title or interest in and to such Charged Amount

In this form 395, the following words and expressions have the following meanings

**"Charged Amount"** means the sum of £11,480,344 47,

**"Stock"** means an issue of up to £20,000,000 Zero Coupon First Mortgage Debenture Stock 1996/2011 of the Company,

**"Trust Deed"** means the documents referred to in sub-paragraphs (A) to (D) below

- (A) a Trust Deed dated 28 July 1989 and made between the Company and the Trustee (under its then name of Eagle Star Trust Company Limited),
- (B) a Deed of Release and Substituted Security dated 28 July 1989,
- (C) a Supplemental Trust Deed dated 29 December 1992, and
- (D) a Second Supplemental Trust Deed dated 01 May 1995 between the Company and the Trustee (under its then name of L D C Trustees Limited)



## **CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE**

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

**COMPANY NO. 2326563  
CHARGE NO. 9**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A DEED OF RELEASE AND CHARGE  
DATED 1 APRIL 2008 AND CREATED BY ASSOCIATION OF  
DISTRICT COUNCILS (PROPERTIES) LIMITED FOR SECURING  
ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY  
TO LAW DEBENTURE TRUSTEES LIMITED AS TRUSTEE FOR  
THE HOLDERS OF THE STOCK UNDER THE TERMS OF THE  
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING  
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1  
PART XII OF THE COMPANIES ACT 1985 ON THE 3 APRIL 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10 APRIL 2008



*Companies House*  
— for the record —

PJ



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES