

M

CHWP000

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this margin

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

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

395

100746 | 26

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

For official use

Company number

2

02343006

Name of company

* Shephard Conferences & Exhibitions Limited

Date of creation of the charge

8 MAY

2009

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

Debenture

Amount secured by the mortgage or charge

All present and future monies, obligations and liabilities owed by the Company to the debenture holder, whether actual or contingent and whether owed jointly or severally, as principal or surety and/or in any other capacity whatsoever, together with all interest (including, without limitation, default interest) accruing in respect of such monies or liabilities

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

Nicholas Prest

85 Elgin Crescent, London

Postcode W11 2JF

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

Roxburgh Milkins LLP Ref: REH
Merchants House North
Wapping Road, Bristol BS1 4RW

Time critical reference

For official Use
Mortgage Section

TUESDAY



A05

AP6R49S1

12/05/2009

62

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

See Appendix

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legibly, preferably
in black type, or
bold block lettering

Particulars as to commission allowance or discount (note 3)

Signed X

AG

X Date

8 MAY 2009

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

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

† 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.
- 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 are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

Appendix

Short Particulars of all the Property mortgaged or Charged

The Company charges to the debenture holder:

- (a) by way of first legal mortgage, all the Properties held by the Company;
- (b) by way of first fixed charge:
 - (i) all Properties acquired by the Company in the future;
 - (ii) all present and future interests of the Company not effectively mortgaged or charged under the preceding paragraphs above in or over freehold or leasehold property;
 - (iii) all present and future rights, licences, guarantees, rents, deposits, contracts, covenants and warranties relating to the Properties;
 - (iv) all licences, consents and authorisations, statutory or otherwise held or required in connection with the Company's business or the use of any Charged Property and all rights in connection with them;
 - (v) all present and future goodwill and uncalled capital for the time being of the Company;
 - (vi) all Intellectual Property and all licences and ancillary rights and benefits both present and future of the Company; and
 - (vii) all Equipment; and
- (c) by way of first floating charge, all the undertaking, property, assets and rights of the Company at any time not effectively mortgaged, charged or assigned pursuant to the paragraphs above.

No
Fixed
No
S/D
P/M.



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

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

COMPANY NO. 2343006
CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 8 MAY 2009
AND CREATED BY SHEPHARD CONFERENCES & EXHIBITIONS
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO THE DEBENTURE HOLDER ON
ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT
TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE
12 MAY 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15 MAY 2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES