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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

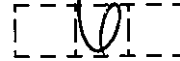
Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf – Note 5)

For official use

Company number



2455807

Name of company

* HARTLEY PENSIONS ADMINISTRATION LIMITED

* insert full name
of company

Date of creation of the charge

19th September 1997

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

Legal Mortgage dated 19th September 1997 between William Francis Phelps Gary Paul Smith and Hartley Pensions Administration Limited as Trustees of the Pam Technical Services Directors Pension Fund ("the Borrowers") (1) and Midland Bank Plc ("the Bank") (2)

Amount secured by the charge

- (a) All money and liabilities whatever whenever and howsoever incurred whether with or without knowledge or consent and whether now or in the future becoming due from the Borrower to the Bank
- (b) all fees expenses liabilities and legal and other costs incurred or charged by the Bank under the provisions of the Mortgage and interest thereon, and
- (c) all loss occasioned by, or arising from, any legal limitation, disability or want of capacity or authority of, or affecting, the Borrower or any person acting or purporting to act on behalf of the Borrower regarding the indebtedness

The liability of the Company for the debt and other liabilities which arise under the Mortgage is limited to the assets from time to time of the Trust

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

Midland Bank Plc Leadenhall Street Securities, 144 Leadenhall Street London

Postcode

EC3V 4PS

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

Clifton Ingram
22-24 Broad Street
Wokingham
Berkshire
RG40 1BA

Time critical reference

For Official Use
Mortgage Section

Post Room



Short particulars of all the property charged

- (i) Unit 14 Horseshoe Park Estate Horseshoe Road Pangbourne Berkshire ("the Property") and all buildings, fixtures and fittings now or at any time after the date of the Mortgage thereon, including any beneficial interest in the Property or the sale proceeds
- (ii) the benefit of all rights, licences, guarantees, rent deposits, contracts, deeds, undertakings and warranties relating to the Property
- (iii) any shares or membership rights of any management company for the Property.
- (iv) The goodwill of any business from time to time carried on at the Property
- (v) any rental and other money payable under any lease, licence or other interest created in respect of the Property
- (vi) any other payments whatever in respect of the Property

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed  **CLIFTON INGRAM**
SOLICITORS
22-24 BROAD STREET
WOKINGHAM
BERKS. RG40 1BA
Date 22.9.97

On behalf of ~~[company]~~ [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.
- 5 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02455807

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 19th SEPTEMBER 1997 AND CREATED BY HARTLEY PENSIONS ADMINISTRATION LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY, WILLIAM FRANCIS PHELPS, GARY PAUL SMITH AS TRUSTEES OF THE PAM TECHNICAL SERVICES DIRECTORS PENSION FUND ("THE BORROWERS") TO MIDLAND BANK PLC ON ANY ACCOUNT WHATSOEVER - THE LIABILITY OF THE COMPANY FOR THE DEBT AND OTHER LIABILITIES WHICH ARISE UNDER THE MORTGAGE IS LIMITED TO THE ASSETS FROM TIME TO TIME OF THE TRUST WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd SEPTEMBER 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th SEPTEMBER 1997 .

W. Grandon
W. GRANDON

for the Registrar of Companies



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

24/9
POST
SP