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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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write in
this margin

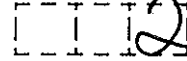
Pursuant to section 395 of the Companies Act 1985

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

19 MAY 1995

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

LEGAL MORTGAGE

Amount secured by the charge

1. All present and/or future indebtedness of Carlinport Limited Pension Fund (of which the Company is a trustee) to the chargee on any current and/or other account with interest and bank charges; and
2. All other liabilities whatsoever of Carlinport Limited Pension Fund to the chargee present future actual and/or contingent; and
3. All costs charges and expenses howsoever incurred by the chargee in relation to the Legal Mortgage such indebtedness and/or liabilities being on a full indemnity basis; and
4. Payment of interest due to the chargee under the Legal Mortgage

Provided however that the Company shall not be personally liable and any obligations shall extend only to an obligation to pay out of the funds and assets of Carlinport Limited Pension Fund.

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

National Westminster Bank Plc

Thames Valley Securities Centre P O Box 146 37 Market Place

Reading Berkshire

Postcode

RG1 2DE

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

Ratcliffe Duce and Ganner
East Gate House
1 & 2 High Street
Wallingford OX10 0BJ

Ref: RJW

Time critical reference

For Official Use

Mortgage Section

- 2 JUN 1995

Post Room



PMO *P1PXBWU* 135
COMPANIES HOUSE 02/06/95

COMPANIES HOUSE 27/05/95

Short particulars of all the property charged

Please do not
write in
this margin

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

Land (being known as Unit 6 off Collett Road) at Southmead Industrial Park Didcot Oxfordshire

Floating charge over all moveable plant machinery implements utensils furniture and equipment.

Assigns goodwill of the business and the benefit of licences.

Particulars as to commission allowance or discount (note 3)

NONE

Signed

Date

26th May 1995

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 MAY 1995 AND CREATED BY HARTLEY PENSIONS ADMINISTRATION LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd JUNE 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6th JUNE 1995.

N. S. Berkeley

N. S. BERKELEY
for the Registrar of Companies



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

HC026B

Post
6/6/95