

M

COMPANIES FORM No. 395

Particulars of a 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

Insert full name
of company

To the Registrar of Companies

For official use

Company number

2461648

Name of company

* WAINHOMES (YORKSHIRE) LIMITED

Date of creation of the charge

21st February 1992

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

Letter of Offset

Amount secured by the charge

All sums due or to become due by Wain Group Plc and/or Wainhomes (Chester) Limited and/or Whelmar Developments Limited and/or Whelmar (North Wales) Limited and/or Whelmar (Lancashire) Limited and/or Wainhomes (Lancashire) Limited and/or Wainhomes Limited and/or Wainhomes (Southern) Limited

69

A --

E -- all or any of the
companies named
wherein to

J --

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

The Governor and Company of the Bank of Scotland incorporated by Act of Parliament and having their Head Office at The Mound, Edinburgh

Postcode EH1 1YZ

Presenter's name address and
reference (if any):
The Governor and Company of
The Bank of Scotland, Law
Department, Uberior House,
61 Grassmarket, Edinburgh
EH1 2JF Tel. 031.243.
Our Ref: C1/RKP/AMT

For official Use

Mortgage Section

REGISTERED

F2 MAR 1992

Post room

CHECK

- 2 MAR 1992

M

Time critical reference

Short particulars of all the property charged

The balances at credit of any accounts held by The Governor and Company of the Bank of Scotland in name of Wainhomes (Yorkshire) Limited

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)

Signed

Date

27/2/92

On behalf of ~~[company]~~ [chargee]† Bank of Scotland

† 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.

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 21st FEBRUARY 1992
and created by WAINHOMES (YORKSHIRE) LIMITED

for securing all moneys due or to become due from ALL OR ANY OF THE
COMPANIES NAMED THEREIN to THE GOVERNOR AND COMPANY OF THE BANK OF
SCOTLAND ON ANY ACCOUNT WHATSOEVER

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 2nd MARCH 1992

Given under my hand at the Companies Registration Office,
Cardiff the 5th MARCH 1992

No. 2461648

Post
5.3.92

W. Grandon
W. GRANDON

an authorised officer

C.69



Particulars of a charge

395

Please do not
write in
this margin

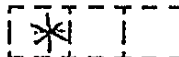
Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number



2461648

M 6V M439C

Name of company

* WAINHOMES (YORKSHIRE) LIMITED

* insert full name
of company

Date of creation of the charge

21st February 1992

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

Debenture containing fixed and floating charges.

Amount secured by the charge

All moneys and liabilities (actual or contingent) for the time being
due owing or incurred by the Company to the Bank on any account and in
any manner whatsoever.

69a

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

The Governor and Company of the Bank of Scotland, incorporated by Act of
Parliament and having their Head Office at The Mound, Edinburgh.

Postcode

2/3.
Presentor's name address and
reference (if any):
The Governor and Company of
the Bank of Scotland, Law
Department, Uberior House,
61 Grassmarket, Edinburgh
EH1 2JF Tel: 031.243.
Our Ref: LAW/
CI/RKP/AMT

For official use

Mortgage Section

- 2 MAR 1992

Post room

COMPANIES HOUSE
CERTIFICATE
- 2 MAR 1992

M

Time critical reference

Short particulars of all the property charged

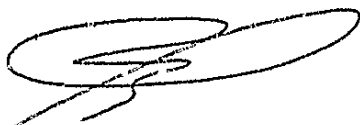
All the undertaking, property and assets of the Company whatsoever and wheresoever, present and future, as specified in the attached Schedule, which also contains covenants by and restrictions on the Company which protect and further define the charges and must be read as one with the charges.

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)

N/A



Signed

Date

27/2/92

Manager, Law Department

~~On behalf of company charged~~

† 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.

Particulars of a mortgage or charge

Name of Company : WAINWOMES (YORKSHIRE) LIMITED

Number of Company : 246648

SCHEDULE OF CHARGES, COVENANTS AND RESTRICTIONS

contained in a Debenture in favour of Bank of Scotland dated 21st Feb 1992

Charges

- 1 by way of legal mortgage all the freehold and leasehold property of the Company now vested in it whether or not the title thereto is registered at H.M. Land Registry together with all buildings and fixtures (including trade and tenant's fixtures) now and hereafter thereon and all plant and machinery now and hereafter annexed thereto for whatever purpose;
- 2 by way of fixed charge all freehold and leasehold property hereafter belonging to the Company together with all buildings and fixtures (including trade and tenant's fixtures) thereon and all plant and machinery annexed thereto for whatever purpose;
- 3 by way of fixed charge all interests not thereinbefore effectively charged now or hereafter belonging to the Company in or over land or the proceeds of sale of land all licences now or hereafter held by the Company to enter upon or use land and the benefit of all other agreements relating to land to which the Company is or may become party or otherwise entitled and all trade and tenant's fixtures plant and machinery now and hereafter annexed for whatever purpose to all freehold and leasehold property an interest in which stands charged thereunder;
- 4 by way of fixed charge all the goodwill and uncalled capital for the time being of the Company;
- 5 by way of fixed charge all stocks shares and other securities now or hereafter owned (whether at law or in equity) by the Company and all rights and interests of the Company in and claims under all policies of insurance and assurance now or hereafter held by or insuring to the benefit of the Company;
- 6 by way of fixed charge all patents, trade marks, patent applications, brand names, copyrights, rights in the nature of copyright, registered designs and other intellectual property rights and agreements relating to the use by the Company of patents and trade marks to which the Company is now or may hereafter become entitled and all agreements under which the Company is now or may become entitled to the payment of any royalty fee or similar income;
- 7 by way of fixed charge all book and other debts of the Company whether now or hereafter existing and whether presently payable or hereafter falling due for payment and all rights and claims of the Company against third parties now or hereafter existing and capable of being satisfied by the payment of money (save as described in 5 above);

- 8 by way of floating charge all the undertaking, property and assets of the Company whatsoever and wheresoever present and future of the Company not thereinbefore effectively charged by way of fixed charge including (without limitation) any immovable property of the Company situate in Scotland and any assets falling within any of the types mentioned in 3 to 7 above inclusive situate in Scotland but so that the Company is not to be at liberty to create otherwise than in favour of the Bank any mortgage or fixed or floating charge or other security upon and so that no lien (other than a lien arising through operation of law in the ordinary course of business) shall in any case or in any manner arise on or affect any part of such assets either in priority to or *pari passu* with the floating charge thereby created and further that the Company shall have no power without the consent of the Bank to part with or dispose of any part of such assets except by way of sale in the ordinary course of its business.

Conversion into fixed charge

The Bank may from time to time by notice in writing to the Company convert the floating charge into a fixed charge as regards any assets thereby charged as specified in any such notice and such floating charge shall automatically be converted into a fixed charge:—

- 1 in respect of any assets which shall become subject to a fixed charge in favour of any other person or to a disposition otherwise than by way of sale in the ordinary course of the Company's business immediately upon such charge or disposition; and
- 2 in respect of all the assets thereby charged if and when the Company shall cease to carry on business or to be a going concern;

but so that this provision shall not apply to any assets situate in Scotland.

Restriction on charges and disposals

The Company may not without the previous written consent of the Bank create or purport or attempt to create any mortgage charge or encumbrance on any freehold or leasehold property of the Company or any other asset subject to a fixed charge under the Debenture nor in any way dispose of the equity of redemption thereof or any interest therein.

Control of moneys received

The Company must pay into the Company's account with the Bank or as the Bank may direct all moneys which it may receive in respect of any policies of insurance or assurance royalties or book or other debts or any other of the rights and claims charged to the Bank under 5, 6 and 7 above and until such payment hold all moneys so received upon trust for the Bank and may not without the prior written consent of the Bank charge factor discount or assign any of the said policies royalties debts rights or claims in favour of any other person or purport so to do.

Redemption or purchase of own shares

The Company may not without the previous written consent of the Bank redeem or purchase any of its own shares or issue any redeemable shares.



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 21st FEBRUARY 1992
and created by WAINHOMES (YORKSHIRE) LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to THE GOVERNOR AND COMPANY OF THE
BANK OF SCOTLAND

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 2nd MARCH 1992

Given under my hand at the Companies Registration Office,
Cardiff the 6th MARCH 1992

No. 2461648

4081
6.3.92

M.G. WILSON

an authorised officer

C.69a

M

Please do not
write in
this margin

COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

m b c

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

*Insert full name
of company

To the Registrar of Companies

55

For official use Company number

111111

2461648

Name of company

* WAINHOMES (YORKSHIRE) LIMITED

Date of creation of the charge

2 JUNE 1992

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

LEGAL CHARGE

Amount secured by the mortgage or charge

On Demand: All; monies and liabilities which shall for the time being (and whether on or at any time after such demand) be due owing or incurred to the Bank by the Company whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest discount commission or other lawful charges and expensed which the Bank may charge together with interest as well after as before any demand made or judgment obtained and the retirement of all bills or notes which may for the time being be under discount with the Bank and to which the Company is a party whether as drawer acceptor maker or indorser without any deduction whatsoever

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

GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

TEVIOT HOUSE

41 SOUTH GYLE CRESCENT, EDINBURGH

Postcode

EH12 9DR

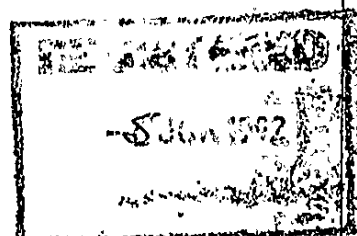
Presentor's name, address and
reference (if any):

MESSRS GOSSCHALKS
SOLICITORS
30 SILVER STREET
HULL
HU1 1JR
REF: RHN

Time critical reference

For official use
Mortgage section

Post room



Short particulars of all the property mortgaged or charged

Freehold property known as or being Roilat Works, Cromwell Road
Bishophill, York in the County of North Yorkshire

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)

None

Signed



Date 2 June 1992

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



The Solicitors' Law Stationery Society plc, Paulton House, 8 Shepherdess Walk, London N1 7LB

1985 Edition
5.89 F8728
6010503

Companies M395

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 2nd JUNE 1992
and created by WAINHOMES (YORKSHIRE) LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to THE GOVERNOR AND COMPANY OF THE
BANK OF SCOTLAND

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 5th JUNE 1992

Given under my hand at the Companies Registration Office,
Cardiff the 11th JUNE 1992

No. 2461648

Post.
11.6.92.
SL.

A handwritten signature in ink, appearing to read 'M.G. Wilson'.

an authorised officer

C.69a

M**395****Particulars of a mortgage or charge**Please do not
write in
this margin -

- 6 JUL 1992

Pursuant to section 395 of the Companies Act 1985

- 6 JUL 1992

Please complete
legibly, preferably
in black type or
bold block
lettering*Insert full name
of company

To the Registrar of Companies

For official use Company number

Name of company

* WAINHOMES (YORKSHIRE) LIMITED

Date of creation of the charge

2 JULY 1992

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

LEGAL CHARGE

Amount secured by the mortgage or charge

On demand; All monies and liabilities which shall for the time being (and whether on or at any time after such demand) be due owing or incurred to the bank by the Company whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest discount commission or other lawful charges and expenses which the Bank may charge together with interest as well after as before any demand made or judgement obtained and the retirement of all bills or notes which may for the time being be under discount the Bank and to which the Company is a party whether as drawer acceptor maker or indorser without any deduction whatsoever

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

BANK OF SCOTLAND

TEVIOT HOUSE 41 SOUTH GYLE CRESCENT

EDINBURGH

Postcode EH12 9DR

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

MESSRS GOSSCHALKS
SOLICITORS
30 SILVER STREET
HULL
HUL 1JR

REF: RHN

For official use
Mortgage section

Post room

COMPANIES HOUSE
03 JUL 1992
M

Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

The freehold property known as Land on the SouthWest side of
York Road, Boroughbridge

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

Particulars as to commission allowance or discount (note 3)

None

Signed

S. S. Chel

Date 2 July 1992

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.

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 2nd JULY 1992
and created by WAINHOMES (YORKSHIRE) LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to THE GOVERNOR AND COMPANY OF THE
BANK OF SCOTLAND

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 3rd JULY 1992

Given under my hand at the Companies Registration Office,
Cardiff the 10th JULY 1992

No. 2461648

A handwritten signature in dark ink, appearing to read 'M.G. Wilson'.

M.G. WILSON

an authorised officer

C.69a

Post
10/7
ML

M

Please do not
write in
this margin

COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

*Insert full name
of company

To the Registrar of Companies

For official use Company number

Name of company

M93c.

15

2461648

* WAINHOMES (YORKSHIRE) LIMITED

Date of creation of the charge

16th September 1993.

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL SUMS DUE AND OWING FROM TIME TO TIME TO
INDEXOBJECT LIMITED

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

INDEXOBJECT LIMITED

COTE WOOD PADGET CRESCENT BIRKBY

HUDDERSELELD WEST YORKSHIRE

Postcode

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

Parker Bird.,
24/28 Queen Street,
Huddersfield.

Ref: PRG

Time critical reference

For official use
Mortgage section

REGISTERED

22 SEP 1993

Post room

COMPANIES
PR24
22 SEP 1993
HOUSE

27
10

Short particulars of all the property mortgaged or charged

LAND AT BIRKBY GRANGE BIRKBY HALL ROAD WEST YORKSHIRE
COMPRISED IN TITLE NUMBERS WYK442669 & WYK129516

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

Date

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

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 16th SEPTEMBER 1993
and created by WAINHOMES (YORKSHIRE) LIMITED

for securing all moneys due or to become due from the Company to
INDEXOBJECT LIMITED

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 22nd SEPTEMBER 1993

Given under my hand at the Companies Registration Office,
Cardiff the 29th SEPTEMBER 1993

No. 2461648

P. Jones
P. JONES

an authorised officer

C.69

Post
29.9
W.

M

**Declaration of satisfaction
in full or in part
of mortgage or charge**

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

5428C

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

* Insert full name
of company

To the Registrar of Companies

For official use

Company number

13

2461648

Name of company

WAINHOMES (YORKSHIRE) LIMITED

I, STEPHEN PARKINSON

of 148 Lawrence Street, York

[a director] [the secretary] [the administrator] [the administrative receiver] of the above company, do

† Delete as
appropriate

solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in [full] [part]

‡ Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

Date and Description of charge: LEGAL CHARGE dated 2 June 1992

Date of Registration: 28 June 1992

Name and address of [chargee] [trustee for the debenture holders] BANK OF SCOTLAND
Teviot House 41 South Cyle Crescent, Edinburgh

§ The date of
registration may
be confirmed
from the
certificate

Short particulars of property charged: Royleat Works, Cromwell Road, Bishophill

York

¶ Insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 30 Silver Street

Kington upon Hull

Declarant to sign below

the 19th day of October

one thousand nine hundred and ninety three

before me [Signature]

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

MESSRS GOSSCHALKS
30 SILVER STREET
HULL

HU1 1JR

REF : RHN

For official use

REGISTERED

20OCT1993

Post room

PR36

20OCT1993

HOUSE

OYEZ

The Solicitors' Law Stationery Society Ltd, Oyez House, 7 Spa Road, London SE16 3QQ

Companies M403a

M

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

395

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

*Insert full name
of company

To the Registrar of Companies

For official use Company number

Name of company

* WAINHOMES (YORKSHIRE) LIMITED

16

2461648

Date of creation of the charge

11 JANUARY 1994

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

LEGAL CHARGE

Amount secured by the mortgage or charge

On demand: all monies and liabilities which shall for the time being (and whether on or at any time after such demand) be due owing or incurred to the Bank by the Company whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest discount commission or other lawful charges and expenses which the Bank may charge together with interest as well after as before any demand made or judgement obtained and the retirement of all bills or notes which may for the time being be under discount with the Bank and to which the Company is a part whether as drawer acceptor maker or indorser without any deduction whatsoever

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

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

P.O. Box 5

The Mound Edinburgh

Postcode

EH1 1YZ

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

MESSRS GOSSCHALKS
SOLICITORS
30 SILVER STREET
HULL
HU1 1JR
REF: SMD.RHN

For official use
Mortgage section

REGISTERED

12 JAN 1994

Post room

12 JAN 1994

Time critical reference

Short particulars of all the property mortgaged or charged

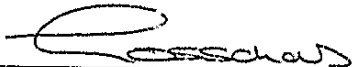
ALand and buildings on the West side of Main Street, Fulford

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)

Signed



Date 11-1-94

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.

FILE COPY



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

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

COMPANY No. 02461648

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 11th JANUARY 1994 AND CREATED BY WAINHOMES (YORKSHIRE) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND THE COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th JANUARY 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th JANUARY 1994.

A. P. GODDARD

for the Registrar of Companies



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

HC026B

Post
17.1
W

M

COMPANIES FORM No 403a

**Declaration of satisfaction
in full or in part
of mortgage or charge**

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

4

2461648

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

* Insert full name
of company

Name of company

WAINHOMES (YORKSHIRE) LIMITED

STEPHEN PARKINSON

of 148 Lawrence Street York YO1 3EB

† Delete as
appropriate

[a director] [the secretary] [the administrator] [the administrative receiver] of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in [full] [part]

‡ Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc

Date and Description of charge 2 July 1992

Date of Registration 16 July 1992

Name and address of [chargee] [trustee] [debenture holder] BANK OF SCOTLAND

Head Office, Edinburgh

§ The date of
registration may
be confirmed
from the
certificate

Short particulars of property charged Land on the west side of York Road
Boroughbridge

¶ Insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 30 Silver Street

Kingston upon Hull

the 9th day of March

one thousand nine hundred and ninety four

before me

Declarant to sign below

[Signature]

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths. *[Signature]*

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

MESSRS GOSSCHALKS
30 SILVER STREET
HULL
HU1 1JR

REGISTERED
110 MAR 1994

Post room

OYEZ The Solicitors' Law Stationery Society Ltd Oyez House, 7 Spa Road, London SE16 300

Companies M403a

1987 Edition
9 91 F20804
5010408

M

COMPANIES FORM No. 403a

**Declaration of satisfaction
in full or in part
of mortgage or charge**

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

U
53130

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

To the Registrar of Companies

For official use

Company number

6

2461648.

* Insert full name
of company

Name of company

WAINHOMES (YORKSHIRE) LIMITED

I, STEPHEN PARKINSON

of 148 Lawrence Street, York YO1 3EB

† Delete as
appropriate

[a director] ~~[the secretary]~~ ~~[the administrator]~~ ~~[the administrative receiver]~~ of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in ~~[full]~~ part

‡ Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

Date and Description of charge 11 January 1994

Date of Registration 12 January 1994

Name and address of [chargee] ~~[trustee for the debenture holders]~~ BANK OF SCOTLAND
Head Office, Edinburgh

§ The date of
registration may
be confirmed
from the
certificate

Short particulars of property charged Land at Main Street, Fulford

¶ Insert brief
details of
property

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at 30 Silver Street
Hampton upon Hull

Declarant to sign below

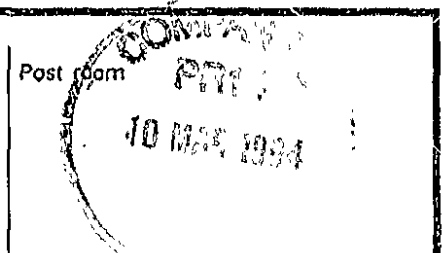
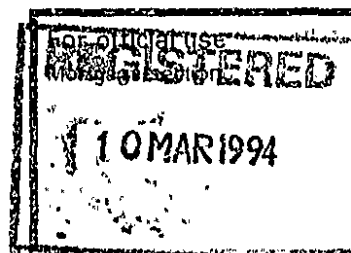
the 9th day of March
one thousand nine hundred and ninety four
before me [Signature]

[Signature]

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths Solicitor

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

MESSRS GOSSCHALKS
30 SILVER STREET
HULL





Please do not
write in
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

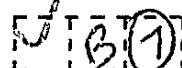
Pursuant to section 395 of the Companies Act 1985

395

12/7 / M9

To the Registrar of Companies

For official use Company number



2461648

Name of company

* WAINHOMES (YORKSHIRE) LIMITED

Date of creation of the charge

5th July 1994

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

STATUTORY LEGAL CHARGE

Amount secured by the mortgage or charge

Monies from time to time due under the terms of an
Agreement dated the 5th day of July 1994
made between William Naylor and Winifred Joan Naylor (1)
Wainhomes (Yorkshire) Limited (2)

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

William Naylor and Winifred Joan Naylor of 3 Lyndon Close

Bramham Leeds

Postcode LS23 6SR

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

THE LONDON LAW AGENCY LTD.
TEMPLE CHAMBERS,
TEMPLE AVENUE,
LONDON EC4Y 0HP

50123

For official use
Mortgage section

Post room

REGISTERED

11 JUL 1994



*K2HX02U**

RECEIPT DATE: 11/07/94

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

Land at Boroughbridge North yorkshire

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

Particulars as to commission allowance or discount (note 3)

-

Signed

[Signature] DIRECTOR

Date

5th July 1994

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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02461648

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A STATUTORY MORTGAGE CHARGE DATED THE 5th JULY 1994 AND CREATED BY WAINHOMES (YORKSHIRE) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO WINIFRED JOAN NAYLOR AND WILLIAM NAYLOR UNDER THE TERMS OF AN AGREEMENT OF EVENDATE, WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 11th JULY 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th JULY 1994.

A handwritten signature in cursive script, appearing to read 'R. M. Groves'.

R. M. GROVES

for the Registrar of Companies





COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Please do not
write in
this margin

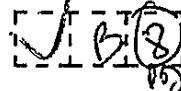
Pursuant to section 395 of the Companies Act 1985

Please complete
legibly, preferably
in black type or
bold block
lettering*Insert full name
of company

To the Registrar of Companies

For official use Company number

Name of company



2461648

* WAINHOMES (YORKSHIRE) LIMITED ("Borrower")

Date of creation of the charge

~~LEGAL CHARGE~~ 5th July 1994

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

LEGAL CHARGE

Amount secured by the mortgage or charge

Ninety thousand pounds (£90,000) together with interest thereon

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

WILLIAM NAYLOR AND WINIFRED JOAN NAYLOR of 3 Lyndon
Close Bramham Leeds ("Lender")

Postcode LS23 6SR

Presentor's name, address and
reference (if any):THE LONDON LAW AGENCY LTD.
TEMPLE CHAMBERS,
TEMPLE AVENUE,
LONDON EC4Y 0HP

50123

Time critical reference

For official use
Mortgage section

Post room

RECEIVED

11 JUL 1994



K2HXP2U0

KLOI RECEIPT DATE: 11/07/94

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

Land at Boroughbridge North Yorkshire comprised in and shown edged
red on a plan annexed to a Transfer dated 5th July 1994 made between
the Lender (1) and the borrower (2)

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

Particulars as to commission allowance or discount (note 3)

Signed

Simon Director

Date

5th July 1994

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02461648

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 5th JULY 1994 AND CREATED BY WAINHOMES (YORKSHIRE) LIMITED FOR SECURING £90,000 DUE FROM THE COMPANY TO WINIFRED JOAN NAYLOR AND WILLIAM NAYLOR UNDER THE TERMS OF THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 11th JULY 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th JULY 1994.

R. M. GROVES

for the Registrar of Companies

