



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

M/47c

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

To the Registrar of Companies

For official use

Company number

[] [] [] [] [] []

2505767

Name of company

* CANTOR FITZGERALD (GILTS) LIMITED

* Insert full name
of company

Date of creation of the charge

26 OCT 1990

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

FIXED CHARGE OVER SUMS IN RESPECT OF CGO STOCK AND FLOATING CHARGE OVER
CGO STOCK

Amount secured by the mortgage or charge

ALL MONEYS AND LIABILITIES WHATSOEVER NOW AND FROM TIME TO TIME HEREAFTER
DUE, OWING OR INCURRED BY THE COMPANY TO THE BANK OF SCOTLAND.

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

BANK OF SCOTLAND

38 THREADNEEDLE STREET, LONDON

Postcode

EC2P 2EH

Q. 11.

Presenter's name address and
reference (if any): PL/IMFBank of Scotland,
Law Department,
Broad Street House,
55 Old Broad Street
London,
EC2P 2HL

For official Use

Mortgage Section

Post room

REGISTERED

- 7 NOV 1990

COMPANY TO USE

07 NOV 1990

M

29

Time critical reference

Short particulars of all the property mortgaged or charged

(i) by way of first fixed charge:- all sums from time to time receivable by the Company (or its nominees) in respect of transfers or debits of securities from any Central Gilts Office stock account in the name of the Company (or its nominee) or of any transfer of securities represented by any credit balance on any such stock account.

(ii) by way of first floating charge:- (a) securities represented by any credit balance on any such account; (b) any other interest conferred by such credit balance; (c) securities transferred or debited from any such stock account other than in respect of certain assured payments or in respect of debts in connection with enfacement by the Central Gilts Office of certain documents; (d) securities withdrawn from any such stock account in connection with any suspension or termination of the Company's membership of the Central Gilts Office's computerised gilt-edged securities transfer service; and (e) securities in respect of which the Bank of Scotland holds certain enfaced documents.

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 07/24/90

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 26th OCTOBER 1990
and created by CANTOR FITZGERALD (GILTS) 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 7th NOVEMBER 1990

Given under my hand at the Companies Registration Office,
Cardiff the 14th NOVEMBER 1990

No. 2505767

P. T. Davies

P. T. DAVIES

an authorised officer

C.69a

POST
SC
14/11