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* Insert full name
of company

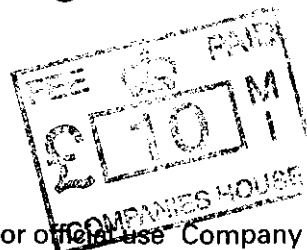
COMPANIES FORM No. 395

715696/10

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985



To the Registrar of Companies

For official use Company number



2591237

Name of company

*

NTL GROUP LIMITED

Date of creation of the charge

20th

JANUARY 2003

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

RENT DEPOSIT DEED

Amount secured by the mortgage or charge

All liabilities due under the terms of a Lease dated 12 September 2002 between ROSELEA PROPERTIES LIMITED (1) and NTL GROUP LIMITED (2) ("the Lease") including:-

- ° the whole or any part of the Lease Rents;
- ° any money, including interest, payable pursuant to the Lease; or
- ° any expense incurred by the Landlord or due to the Landlord resulting from (1) any failure by the Tenant to observe and perform the Tenant's covenants and obligations and the conditions contained in the Lease or (2) the determination of the Lease before the end of the Term by forfeiture, the disclaimer of any liquidator or trustee in bankruptcy of the estate of the Tenant, or otherwise than by agreement whether or not any formal demand has been made.

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

ROSELEA PROPERTIES LIMITED of Moss Bank, Lippiatt Lane, Shipham,

Somerset

Postcode

BS25 1QY

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

Messrs Egglestones
4 Charlecote Mews
Staple Gardens
Winchester
Hampshire SO23 8SR
Ref: LC/JH/NTL6/532

Time critical reference

For official use
Mortgage section

Post room



A42
COMPANIES HOUSE

0702
21/01/03

Short particulars of all the property mortgaged or charged

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£30,000.00 by way of Deposit Account monies together with interest
accruing thereon as more particularly provided in the Rent Deposit Deed.

Particulars as to commission allowance or discount (note 3)

Signed 

Date 20th January 2003

On behalf of ~~Wardman~~ [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.

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FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02591237

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 20th JANUARY 2003 AND CREATED BY NTL GROUP LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ROSELEA PROPERTIES LIMITED UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 21st JANUARY 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd JANUARY 2003.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

P. Pam