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## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

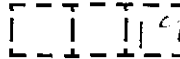
A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use

Company number



2714781

Name of company

\* CLS HOLDINGS PLC

Date of creation of the charge

6 October 2003

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

Deed of Variation

Amount secured by the mortgage or charge

£14,856,000 being the Principal Sum outstanding under a first charge dated 28 February 1988 a second charge date 16 November 1988 each made between CLS Holdings plc (then known as Central London Securities Limited) (1) Other Companies of the second, third and fourth parts and Sun Life Assurance Company of Canada (UK) Limited (5) and a legal charge dated 12 July 2000 made between Ingrove Limited (1) Coombe Hill House Limited (2) CLS Holdings plc (3) and Sun Life Assurance Company of Canada (UK) Limited (4) and all other sums due to Sun Life Assurance Company of Canada (UK) Limited under these legal charges

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

Sun Life Assurance Company of Canada (UK) Limited of Basing View Basingstoke Hampshire

Postcode RG21 4DZ

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

Charles Russell  
8-10 New Fetter Lane  
London  
EC4A 1RS

ref: IMF/27832/628

Time critical reference

For official Use  
Mortgage Section



A39  
COMPANIES HOUSE

0508  
14/10/03

Short particulars of all the property mortgaged or charged

The sum of £4,150,000 placed in a separate deposit account in the name of Charles Russell solicitors to Sun Life Assurance Company of Canada (UK) Limited (or such other firm of solicitors who may from time to time act on behalf of that Company)

Please do not write in this margin

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

[nfl:1122938/1]

Particulars as to commission allowance or discount (note 3)

Signed  /

Date 10.10.03

On behalf of ~~[company]~~ [mortgagee/chargee]†

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02714781

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF VARIATION DATED THE 6th OCTOBER 2003 AND CREATED BY CLS HOLDINGS PLC FOR SECURING £14,856,000 AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR THE OTHER COMPANIES NAMED THERIN TO SUN LIFE ASSURANCE COMPANY OF CANADA (UK) 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 14th OCTOBER 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16th OCTOBER 2003.

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THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —