COMPANIES FORM No. 395

Particulars of a charge

Company number

2738187

e do not nargin

Pursuant to section 395 of the Companies Act 1985

charge so

For official use

re complete ly, preferably tck type, or

block lettering

ert full name company

To the Registrar of Companies (Address overleaf - Note 5)

Name of company

* PARK ASSET FINANCE LIMITED

Date of creation of the charge

1997 25 JUNE

Description of the instrument (if any) creating or evidencing the charge (1000 2)

Schedule of Accepted Agreements deposited pursuant to the Fixed Charge ("the Principal Charge") dated 1st September 1993

Amount secured by the charge

All monies which may now or hereafter may be or become due or owing to Bank of Wales plc and all other liabilities, actual or contingent, present or future, incurred to Bank of Wales plc whether due or owing or incurred alone or jointly and whether as primary obligor or surety together with interest, charges, costs and expenses.

Further securing the monies and liabilities secured by the Principal Charge.

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

BANK OF WALES PLC, KINGSWAY, CF1 4YB. Postcode CARDIFF

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

BANK OF WALES PLC

Kingsway

Cardiff

CFI 4YB

Time critical reference

For official Use Mortgage Section

Post room



Page 1

By way of first fixed charge in respect of the Accepted Agreements (as defined in the Principal Charge) set out in the Schedule(s) attached hereto:-

Please do not write in this this margin of

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

- (a) all rights and interests of the Company in the Accepted Agreements
- (b) all monies now or hereafter payable under the Accepted Agreements
- (c) the goods (including substitutions therefor) comprised in the Accepted Agreements in all cases where the property in such goods is vested in the Company
- (d) the benefit of all guarantees, indemnities, negotiable instruments and securities taken by the Company in connection with the Accepted Agreements
- (e) the benefit of all insurances effected by the Company or by customers under the Accepted Agreements pursuant to the terms of the

Particulars as to commission allowance or discount (note 3)

NOT APPLICABLE

Signed

Date 25 JUNE 1997

On behalf of [company][chargee]†

t delete as appropriate

Notes

- 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, ega 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
 - (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 FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

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Particulars of a mortgage or charge (continued)

Continuation sheet No 1 to Form No 395 and 410 (Scot)

Company number

2738187

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PARK ASSET FINANCE LIMITED

Limited*

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

The Principal Charge provides that the Company shall not without the prior written consent of Bank of Wales plc create or permit to subsist any mortgage, charge, debenture, lien or encumbrance over the Accepted Agreements and said other property referred to above or sell, transfer or otherwise deal with the said property.

ount due or owing on the mortgage or charge (continued) Please do not write in this binding margin Please complete legibly,preferably in black type, or bold block lettering

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued) ease do not rite in this Inding margin Hease complete -gibly,preferably ⊔ black type, or mid block lettering

Page 3

ort particulars of all the property mortgaged or charged (Continued)

Please do not write in this binding margin

Accepted Agreements in respect of the goods comprised therein.

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02738187

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SCHEDULE OF ACCEPTED AGREEMENTS DEPOSITED PURSUANT TO THE FIXED CHARGE DATED 1 SEPTEMBER 1993 DATED THE 25th JUNE 1997 AND CREATED BY PARK ASSET FINANCE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BANK OF WALES PLC ON ANY ACCOUNT WHATSOEVER AND FURTHER SECURING THE MONIES AND LIABILITIES SECURED BY THE PRINCIPAL CHARGEE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 26th JUNE 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th JUNE 1997 ...

D. PHILLIPS

for the Registrar of Companies



