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COMPANIES FORM No. 395

302118/B
395

Particulars of a mortgage or charge

CHFP054

A fee of £10 is payable to Companies House in respect of each register entry for 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

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

For official use

27

Company number

02754921

Name of company

*Insert full name of Company

*Bravado International Group Limited

Date of creation of the charge

15 August 2005

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

Merchandising Agreement

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

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

HSBC Private Bank (UK) Limited whose registered office is at
8 Canada Square, London

Postcode: E14 5HQ

Presentors name, address and reference:

HSBC Private Bank (UK) Limited
78 St James's Street
London
SW1A 1JB

Ref: SOR/OT220057

Time critical reference

For official Use (02/00)

Mortgage Section

Post room



All and any payments income and money now or hereafter due payable or to become due or payable to BIG directly or indirectly under, pursuant to or by virtue of the Merchandising Agreement or any variation, modification or amendment of the same hereafter to hold such payments income and money to the Bank subject only to the proviso for redemption set out in clause 5.5 of the loan Agreement.

+ 95

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

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

Signed  On behalf of [company][mortgagee/chargee] +

Date 17. 8. 2005

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. 02754921

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MERCHANDISING AGREEMENT DATED THE 15th AUGUST 2005 AND CREATED BY BRAVADO INTERNATIONAL GROUP LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO HSBC PRIVATE BANK (UK) LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th AUGUST 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th AUGUST 2005.

Pangela



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —