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

* insert full name of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

For official use

Company number

2766044

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To the Registrar of Companies

Name of company

LEADA ACPOW LIMITED

Date of creation of the charge

1 March 1994

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

Debenture dated 8 February 1993 and Mortgage dated 1 March 1994

Amount secured by the mortgage or charge

ALL monies, obligations and liabilities arising under a Secured Loan Note 1995/1997 constituted by a debenture dated 8 February 1993 and a Mortgage dated 1 March 1994 by the Company as from time to time varied, extended or replaced ("the Loan Note") whether actual or contingent now or herafter due, owing or incurred to the Note Holder (as defined in the Loan Note) by the Company when the same are due and all legal and other costs, charges and expenses properly incurred by the Note Holder and or the Security Agent in relation to the enforcement of the Security thereby created on a full indemnity basis.

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

BET Public Limited Company

Stratton Street

Piccadilly London

Postcode

W1X 6AS

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

Macfarlanes 10 Norwich Street London EC44 1BD

JDM/527307

Time critical reference

For official use
Mortgage Section

RECOUNTY

-7 MAR 1994

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-7 MAR 1994
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Page 1

write in Land on the south west side of Carrwood Road, Barlow Parish, Chesterfield, tris margin bold block lettering Particulars as to commission allowance or discount (note 3)

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Please complete legibly, preferably in black type, or

* * * * * * *

Signed

Date 3 March 1994

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

t delate as appropriate

- 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 393(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.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02766044

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DATED THE 1st MARCH 1994 AND CREATED BY LEADA ACROW LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BET PUBLIC LIMITED COMPANY UNDER THE TERMS OF A SECURED LOAN NOTE 1995/1997 CONSTITUTED BY A DEBENTURE DATED 8 FEBRUARY 1993 AND A MORTGAGE DATED 1 MARCH 1994 AS FROM TIME TO TIME VARIED, EXTENDED OR REPLACED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 7th MARCH 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th MARCH 1994.

M. SAHA

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for the Registrar of Companies

10/3/94