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COMPANIES FORM No. 395

089621/13

Particulars of a mortgage or charge

395

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

CHFP131

Pursuant to section 395 of the Companies Act 1985

COMPANIES HOUSE
For official use Company number

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

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

14 02798284

*insert full name of Company

Name of company

CANARY WHARF HOLDINGS LIMITED (the "Chargor")

Date of creation of the charge

13 March 2006

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

Account Charge (the "Charge") granted by the Chargor in favour of Anglo Irish Bank Corporation Plc ("AIB")

Amount secured by the mortgage or charge

All present and future indebtedness, monies, obligations and liabilities of the Chargor to AIB under clauses 7.2.3 of each Put Option Deed, whether owned jointly or severally or as principal or surety or in some other capacity (the "Liabilities")

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

Anglo Irish Bank Corporation Plc
10 Old Jewry
London

Postcode EC2R 8DN

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

Berwin Leighton Paisner LLP
Adelaide House
London Bridge
London, EC4R 9HA
DX 92 London

Tel: 020 7760 1000

[Ref] [14212.558]

Time critical reference

For official Use
Mortgage Section

Post room

LD3
COMPANIES HOUSE

L0JX3DX9

466
22/03/2006

Short particulars of all the property mortgaged or charged

Under the Charge, as security for the payment, performance and discharge of the Liabilities, the Chargor charged by way of fixed charge all of its present and future rights, title, benefit and interest in and to the Account and all monies standing to the credit of the Account.

NOTES:

The Charge contains a negative pledge that the Chargor shall not create or extend or permit to arise or subsist any Security Interest (other than any Security Interest constituted by the Charge) over the whole or any part of the Charged Assets.

In the Charge the following terms have the following meanings:

Account means the account opened and maintained with AIB (account number 60012378 with sort code 23-02-40) and any account from time to time substituted for or additional to the same (including any sub-division of that account);

Please do not write in this margin
Please complete legibly, preferably in black type, or bold block lettering

T +95

Particulars as to commission allowance or discount (note 3)

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

Signed Bernie Light Power LLP Date 22 March 2006

On behalf of [company] / 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.
5. A fee of £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Order are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ.

CHFP131

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

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

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

Company Number

02798284

Name of Company

* delete if
inappropriate

CANARY WHARF HOLDINGS

Limited*

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

Amount due or owing on the mortgage or charge (continued)

Please do not write
in this binding
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legibly, preferably
in black type, or
bold black
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Please do not write
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Names, addresses and descriptions of the mortgages or persons entitled to the charge (continued)

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

Charged Assets means each and all of the assets, property, undertaking and other interests from time to time charged or intended to be charged by this deed and the subject matter of each of them;

CW means Canary Wharf Funding (One) Limited registered in England and Wales (company registration number 3806493);

Put Option Deed means each of:

- (a) Put Option Deed dated 13 March 2006 made between CW (1) and AIB (2) in relation to units in a unit trust known as the One Canada Square (Retail) Unit Trust;
- (b) Put Option Deed dated 13 March 2006 made between CW (1) and AIB (2) in relation to units in a unit trust known as the Canada Place Mall (Retail) Unit Trust;
- (c) Put Option Deed dated 13 March 2006 made between CW (1) and AIB (2) in relation to units in a unit trust known as the Canada Place (Retail) Unit Trust;
- (d) Put Option Deed dated 13 March 2006 made between CW (1) and AIB (2) in relation to units in a unit trust known as the Cabot Place (Retail) Unit Trust;
- (e) Put Option Deed dated 13 March 2006 made between CW (1) and AIB (2) in relation to units in a unit trust known as the Jubilee Place (Retail) Unit Trust;

and any letter, agreement, charge, deed or other instrument entered into or supplemental to it;

Security Interest means any mortgage, charge (whether fixed or floating), pledge, lien, assignment or hypothecation or any other type of preferential right or arrangement (including set-off, retention of title, trust and flawed asset arrangements), the economic or commercial effect of which is similar to conferring security.

Please complete
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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. 02798284

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ACCOUNT CHARGE DATED THE 13th MARCH 2006 AND CREATED BY CANARY WHARF HOLDINGS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ANGLO IRISH BANK CORPORATION PLC ON ANY ACCOUNT WHATSOEVER 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 22nd MARCH 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27th MARCH 2006.

Pangels



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —