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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

CHWP000

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

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

* insert full name
of Company

Pursuant to section 395 of the Companies Act 1985

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

ACCOUNT

25 MAY 2002

RECEIVED

For official use

Company number



2801072.

Name of company

THE FEASTON GROUP (EUROPE) LIMITED

Date of creation of the charge

9 MAY 2002.

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

A DEED OF ADMISSION TO AN OMNIBUS
LETTER OF SET-OFF DATED 3 JULY 1995.

Amount secured by the mortgage or charge

All or any of the present and future liabilities to Lloyds TSB Bank plc ("the Bank") of the companies listed below ("the Companies") or any of them (whether such liabilities be actual, contingent, primary, collateral, several or joint and whether such accounts or liabilities be denominated in sterling and/or in a currency or currencies other than sterling);

PLEASE SEE ATTACHED LIST

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

LLOYDS TSB BANK PLC, 30-00-02.
71 Lombard Street
LONDON. Postcode EC3P 3BS

DT/Secs/15651
Presenter's name address and
reference to bank plc
City Office
PO Box 72, Bailey Drive
Gillingham Business Park
Gillingham
Time critical reference

For official Use
Mortgage Section



Short particulars of all the property mortgaged or charged

Any sum or sums for the time being standing to the credit of any one or more of any present or future accounts of the Companies or any of them with the Bank (including any accounts held in the Bank's name with any designation which includes the name(s) of the Companies or any of them) whether such accounts be denominated in sterling or in a currency or currencies other than sterling.

NOTE: By Clause 4 of the Letter, the Companies agreed that none of them would (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Companies with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank).

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

Signed

Date

24/5/02

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:-

THE SCHEDULE

PART I - The Existing Companies

Name	Company Number	Registered Office
Misys plc	1360027	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys Financial Systems Limited	1519547	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys Motorscreen Limited	1319081	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Countrywide Holdings (UK) plc	2435766	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Countrywide Insurance Marketing Limited	1992860	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys IFA Services plc (previously called Countrywide Management Group plc)	2338540	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
MSP Systems Limited	2062470	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys Insurance Services Limited	2698756	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
The Insurance Marketing Network Limited	2685380	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Kapiti Limited	1841697	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys B & S Division (previously called ACT Group plc)	844354	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Midas-Kapiti International Limited	971479	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Dorquish Limited (formerly known as ACT Financial Systems Limited)	963035	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Penta Insurance Systems Limited	2557681	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
ACT Insurance Systems Limited	2685165	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP

Name	Company Number	Registered Office
Shaw Insurance Brokers Limited	3079792 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
ACT Financial Systems Limited	2760212 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Summit Systems International Limited	3379663 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys Holdings Limited	1752099 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
ITL Information Technology Limited	874912 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys Interactive Trading Limited	1811517 ✓ (in supplemental deeds dated 2nd July 1997, 30th July 1997 and 29th August 1997 incorrectly quoted as 3259285)	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Mocom Systems (UK) Limited	2196164 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys (Jersey) Limited	69521 ✓	22 Grenville Street, St. Helier, Jersey JE4 8PX Channel Islands
CWA Claims Services Limited	3379665 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
BrokerCare Limited	3379662 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
The Frustum Group (Europe) Limited	2801072 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Soft Option Systems Limited	2396127 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
MKI Risk Limited	2374250 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Midas-Kapiti International (CIS) Limited	3259295 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP

Kindle Banking Systems Limited	1545543 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys Investment Limited	3931564 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys Portfolio Holdings Limited	4314360 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys (UK) Investments	4198563 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys Finance Limited	3931299 ✓	Burleigh House, Chapel Oak, Salford Priors, Evesham, WR11 8SP
Misys IFA Desktop Solutions Limited	3870713 ✓	Burleigh House, Chapel Oak, Salford priors, Evesham, WR11 8SP

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02801072

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS LETTER OF SET-OFF DATED 3RD JULY 1995 DATED THE 9th MAY 2002 AND CREATED BY THE FRUSTUM GROUP (EUROPE) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th MAY 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th AUGUST 2002.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —