

**COMPANIES FORM No. 395****Particulars of a mortgage or charge****395**

Please do not
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Pursuant to section 395 of the Companies Act 1985

CHA 116

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

* insert full name
of company

To the Registrar of Companies

For official use

Company number

[13]

2968415

Name of company

* Sterling Capitol Properties Limited

Date of creation of the charge

29 July 1997

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

Legal Charge

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc ("the Bank") of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) together with the Bank's charges and commission, interest and expenses.

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

The Royal Bank of Scotland plc
36 St Andrew Square
Edinburgh
EH2 2YB

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

Garretts
Central House
47 St Paul's Street
Leeds
LS1 2TE

Ref: JEA.lfd-00010.doc

Time critical reference

For official use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

maintaining, inspecting, replacing and 1. By way of legal mortgage:-
(a) firstly all legal interests and otherwise by fixed charge the property shown edged red on plan 1 annexed to the Legal Charge part of which comprises part of title number SYK362543 and the remainder of which is land comprised in a transfer of part of the property dated 21 February 1997 and made between (1) Thorne Town Council and (2) the Company ("the 1997 Transfer") (being part of the land within title number SYK125615) TOGETHER WITH the right for the Bank and its successors and assigns and tenants to the free and uninterrupted passage and the running of surface water drainage through any drains pipes soakways channels ducts watercourses and other service or conducting media (hereinafter called the "Service Media") which now are or may at any time during the period of 80 years from the date of the Legal Charge be in under or over any part of the land remaining within title number SYK362543 and/or any part of the land comprised within the 1997 Transfer and/or any other adjoining or neighbouring land owned by the Company as at the date of the Legal Charge (hereinafter called the "Retained Land") with power at all reasonable times on giving to the owner or occupier for the time being of the relevant part or parts of the Retained Land reasonable notice (except in the case of an emergency where no notice is required) to enter onto so much as is reasonably necessary of the Retained Land for the purpose of repairing, renewing,

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Particulars as to commission allowance or discount (note 3)

Signed

Gawells

Date

5.8.97

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.

maintaining, inspecting, replacing and cleansing the Service Media and of laying any further Service Media and apparatus in order to connect into the Service Media and/or to effect such drainage as mentioned above PROVIDED THAT the Company and its successors in title and assigns and other occupiers of any part or parts of the Retained Land shall have the right to divert or vary the positions of any Service Media serving or affecting the Retained Land which are not from time to time owned by or the maintenance responsibility of a statutory supply authority or company on giving reasonable prior written notice to the Bank provided that the Company or its said successors in title and assigns first provides a full and adequate replacement for such Service Media and that no temporary or permanent interruption of supply shall be caused by such diversion or variation; and

(b) secondly the land shown edged in brown on plan 2 annexed to the Legal Charge part of which comprises all the land within title number SYK362554 and the remainder of which comprises part of the land within title number SYK362543

("the Property") (to the full extent of the Company's interest in the Property or its proceeds of sale).

2. By way of fixed charge:-

- (a) all the plant and machinery and fixtures and fittings of the Company now and in the future at the Property;
- (b) all furniture furnishings equipment tools and other chattels of the Company now and in the future at the Property and not regularly disposed of in the ordinary course of business;
- (c) the present and future goodwill of any business carried on at the Property by or on behalf of the Company and the proceeds of any insurance from time to time affecting the Property or the other assets charged under the Legal Charge.

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02968415

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 29th JULY 1997 AND CREATED BY STERLING CAPITOL PROPERTIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 6th AUGUST 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7th AUGUST 1997.

M. Cornelius

M. CORNELIUS

for the Registrar of Companies

P.A.B.



C O M P A N I E S H O U S E