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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

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

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



03025675

Name of company

* Rutland (Cranleigh) Limited (the "Company")

Date of creation of the charge

22 April 2008

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

Supplemental Debenture between the Company (1) and the Bank (as defined herein) (the
"Debenture")

Amount secured by the mortgage or charge

The Company covenants with the Bank that the Company will on demand pay to the Bank or discharge, as the case may be, all moneys, debts and liabilities from time to time due owing or incurred by the Company to the Bank on any current or other account whatsoever or otherwise in any manner whatsoever, in which case, whether present or future, whether alone or jointly with any other person, whether actual or contingent, whether as principal or as surety, in whatsoever name, firm or style, in whatsoever current denominated, or otherwise, including, without limitation, all liabilities in connection with foreign exchange transactions, accepting, endorsing or discounting notes or bills, under bonds, guarantees, indemnities, documentary or other credits or any instruments from time to time entered into by the Bank for or at the request of the Company together with interest to the date of payment at such rates and upon such terms as may from time to time be agreed and all commission, fees, costs and other charges (including without limitation, legal fees) on a full indemnity basis (the "Secured Liabilities")

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

Erste Bank der oesterreichischen Sparkassen AG (the "Bank")p
68 Cornhill
London

Postcode EC3V 3QE

Presentor's name address and
reference (if any)

Field Fisher Waterhouse LLP
35 Vine Street
London EC3N 2AA
CDE 823 London
Ref JPN

Time critical reference

For official Use (06/2005)
Mortgage Section

I Post room

THURSDAY



Short particulars of all the property mortgaged or charged

The Company as continuing security for the payment of all its Secured Liabilities (as defined herein), charged in favour of the Bank with full title guarantee by way of first fixed legal mortgage the New Property (as defined herein) together with all buildings and fixtures thereon, the proceeds of sale of all or any part thereof and the benefit of any covenants for title given or entered into by any predecessor in title and any monies paid or payable in respect of such covenants for title given or entered into by any predecessor in title and any monies paid or payable in respect of such covenants

Definitions

"New Property" means all that freehold property known as Cavendish House, 36, 38 and 40 Goldsworth Road, Woking, Surrey being all the property registered at the Land Registry under title numbers SY488484, SY488483 and SY93506

Particulars as to commission allowance or discount (note 3)

Signed

Full Title Under Ltd

Date 30 April 2008

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

Please do not write in this margin

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

A fee 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge Cheques and Postal Orders must be made payable to **Companies House**
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 3025675
CHARGE NO. 4**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SUPPLEMENTAL DEBENTURE
DATED 22 APRIL 2008 AND CREATED BY RUTLAND
(CRANLEIGH) LIMITED FOR SECURING ALL MONIES DUE OR
TO BECOME DUE FROM THE COMPANY TO ERSTE BANK DER
OESTERREICHISCHEN SPARKASSEN AG 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 1 MAY 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7 MAY 2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES