Please do not

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Pursuant to section 395 of the Companies Act 1985

Particulars of a mortgage or charge

COMPANIES FORM No. 395

395

CHA 116

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

* insert full name of company

For official use Company number

3110104

Name of company

*Power Corporation Property Limited

Date of creation of the charge

To the Registrar of Companies

10 January 1996

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

Legal Charge

Amount secured by the mortgage or charge

All monies and liabilities other than regulated and excluded indebtedness (as defined in the Legal Charge) owing or incurred by the Company (whether alone or with another or others) to the Bank on any account or in any manner whatsoever and whether actually or contingently and whether as principal or surety, including and together with interest, commission, banking charges and legal and all other costs, charges and expenses on a full indemnity basis

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

C Hoare & Co

37 Fleet Street

London

Postcode

EC4P 4DQ

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

Withers 12 Gough Square London EC4A 3DE 0171 936 1000

TJT/CRC

Time critical reference

For official use Mortgage Section



PMO *P4EWSIBO* 400 COMPANIES HOUSE 19/01/96

COMPANIES HOUSE 13/01/96

Flat 4 33 Chesham Place Belgravia London SW1 and Vault 17 30/37 Chesham Place Belgravia London SW1 both registered with H M Land Registry under Freehold Title Nos. NGL730555 and NGL730585; and

34 and 35 Lyall Mews London SW1 both registered at H M Land Registry under Leasehold Title Nos. 429883 and 422052;

Together with all buildings and erections thereon and all fixtures now or at any time affixed or attached thereto other than trade machinery as defined by s 5 of the Bills of Sale Act 1878 and by way of further security the beneficial interest of the Company therein and in the proceeds of sale thereof and in the rents and profits until sale in each case with the payment and satisfaction of all regulated and unregulated indebtedness

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

Particulars as to commission allowance or discount (note 3)

Nil

Signed 514

Date

10/1/96

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

t delete 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 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.





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03110104

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 10th JANUARY 1996 AND CREATED BY POWER CORPORATION PROPERTY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO C HOARE & CO ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th JANUARY 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd JANUARY 1996.

FIONA M. SANGSTER

for the Registrar of Companies