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COMPANIES FORM No. 395

395

 NM

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

Pursuant to section 395 of the Companies Act 1985

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

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

For official use

Company number

40

3197756

Name of company

* LOFTUS ROAD PLC

* insert full name
of Company

Date of creation of the charge

22 NOVEMBER 2000

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

DEBENTURE

Amount secured by the mortgage or charge

The obligations of the Company to pay to Christopher Norman Wright (the "Lender") all monies and to satisfy all liabilities now and from time to time hereafter due or in respect of (a) an Additional Loan Facility Agreement dated 22 November 2000 made between the Company and the Lender whereby the Company undertakes to repay the loan in full together with interest thereon and (b) the Deed of Priorities dated 22 November 2000 between the Company, Lender and Barclays Bank Plc whereby the parties have agreed to rank the debts and liabilities of the Company.

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

CHRISTOPHER NORMAN WRIGHT
C/O THE CHRYSALIS BUILDING, BRAMLEY ROAD
LONDON

Postcode W10 6SP

Presentor's name address and
reference (if any) :
HARBOTTLE AND LEWIS
DX 44617 MAYFAIR
REF 220

For official Use
Mortgage Section



Time critical reference

Short particulars of all the property mortgaged or charged

See Rider A attached

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)

Signed *Harold Lewis on behalf of* Date *6 December 2000*

On behalf of [company][mortgagee/chargee] *Loftis Road Plc*

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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:-

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- 1.1 Particulars of the property mortgaged or charged under the Debenture are as follows:-
- 1.1.1 by way of legal mortgage all the freehold and leasehold property now vested in or charged to the Company on the 22 November 2000 (the "Effective Date"), including any registered land;
 - 1.1.2 by way of fixed charge all estates or interest in any freehold and leasehold property from the Effective Date and in the future vested in or charged to the Company except the property charged by Clause 1.1.1;
 - 1.1.3 by way of fixed charge all the plant machinery and fixtures and fittings furniture equipment implements and utensils from the Effective Date and in the future belonging to the Company;
 - 1.1.4 by way of fixed charge all the goodwill and uncalled capital of the Company present and future;
 - 1.1.5 by way of fixed charge all stocks shares and other securities from the Effective Date and in the future belonging to the Company;
 - 1.1.6 by way of fixed charge all intellectual rights choses and claims the Effective Date and in the future belonging to the Company;
 - 1.1.7 subject to Securitiesⁱ by way of fixed charge or in the circumstances described by the Securities way of floating charge all book debts and other debts from the Effective Date and in the future owing to the Company;
 - 1.1.8 by way of floating charge all the undertaking and all property assets and rights of the Company present and future not subject to a fixed charge under this Debenture including without limitation trading stock, cash at bank and in hand and all book debts released from a fixed charge on collection.

Securities: the debenture dated 26 January 2000 and the four legal charges all dated 2 August 1999 between the Company and Barclays Bank Plc in relation to the Company's property at Sudbury Wembley and registered at HM Land Registry under Title Nos. NGL229035, NGL733109, MX282452, P11394 and the legal charge dated 11 March 1999 in relation to the Company's property at Twyford or such substituted securities which Barclays Bank Plc may now have or may hereafter obtain from the Company in respect of the £2,000,000 overdraft facility and a £2,000,000 loan facility made available to the Company by Barclays Bank Plc from time to time.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03197756

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 22nd NOVEMBER 2000 AND CREATED BY LOFTUS ROAD PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CHRISTOPHER NORMAN WRIGHT IN RESPECT OF AN ADDITIONAL LOAN FACILITY AGREEMENT OF EVEN DATE AND THE DEED OF PRIORITIES WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 7th DECEMBER 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th DECEMBER 2000.

LR.
DX.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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