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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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* insert full name
of company

To the Registrar of Companies

For official use

Company number

[12]

03227646

Name of company

* WICHENMINSTER INVESTMENTS LIMITED

Date of creation of the charge

10TH October 1996

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

Mortgage of shares dated 10th October, 1996

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing
or incurred to the Bank by the Company in any way whatsoever

OK

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

Samuel Montagu & Co. Limited whose registered office is at 10 Lower
Thames Street in the City of London

Postcode EC3R 6AE

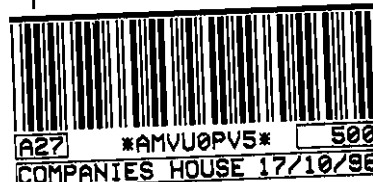
D. & D. LAW AGENCY
SERVICES LIMITED
50, Lincoln's Inn Fields,
London WC2A 3PPCompany Registration Agents
Law Stationers,
and Printers
Telephone: 01-405-1082
01-405-7215Presentor's name address and
reference (if any):WARD HADAWAY
NEW BRIDGEND HOUSE
RIDLEY PLACE
NEWCASTLE UPON TYNE
NE1 8JW

Ref: BR0184/21 PAL/FEM.

Time critical reference

For official Use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

All shares stocks bonds debentures certificates of deposit and other securities of any kind whatsoever belonging to the Mortgagor which or the Certificates or other documents or evidence of title to which are now or may at any time thereafter be in the Bank's possession or deposited with the Bank or the Bank's nominee or lodged with the Bank or transferred to the Bank or the Bank's nominees by the Mortgagor or held by others in the Mortgagor's name or for the Mortgagor's account to the Bank's order and all stocks rights monies property or other benefits and rights arising therefrom or attaching or accruing thereto or offered at any time by way of redemption bonus preference option or otherwise in respect of any securities hereby charged

Particulars as to commission allowance or discount (note 3)

Nil

Signed

Ward Medaway

Date

15.10.1996

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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03227646

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE OF SHARES DATED THE 10th OCTOBER 1996 AND CREATED BY WICHENMINSTER INVESTMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO SAMUEL MONTAGU & CO. LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17th OCTOBER 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd OCTOBER 1996.

A handwritten signature in cursive script, reading "R. N. Owens".

RICHARD NEIL OWENS

for the Registrar of Companies



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

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