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\*insert full name  
of company

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

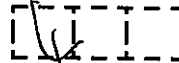
# 395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



3385920

Name of company

\* BENCHLEVEL DEVELOPMENTS LIMITED

Date of creation of the charge

4TH JANUARY 1999

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

CHARGE OVER CONSTRUCTION CONTRACT

Amount secured by the mortgage or charge

Any and all sums (of principal interest fees or otherwise) due or to become due (whether present or future actual or contingent) to the chargee from the Company or any person who is a party to any Related Security Document under or pursuant to the terms of the Facility Agreement this Deed or any Related Security Document or any account whatsoever

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

Dunbar Bank plc  
9-15 Sackville Street  
London W1A 2JP

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

Clintons  
55 Drury Lane  
London  
WC2B 5SQ

MG/DB001-1941

Time critical reference

For official use  
Mortgage Section

Post room



By way of first Fixed Legal Charge:

a. The Company's present and future rights title and interest in and to the Construction Contract dated 9th June 1998 made between the Company (1) and Kenham Building Ltd (2) ("the Contract").

b. Sums which shall from time to time become payable to the Company by the said Kenham Building Ltd or otherwise under the Contract or any provision thereof.

c. The Company's rights arising out of or in connection with any breach or default by Kenham Building Ltd or any other party to the Contract of or under any of the terms obligations covenants undertakings or conditions of the Contract whether in respect of the Development or otherwise.

By way of Equitable Charge the benefit of the Company in all appointments contracts guarantees representations undertaking and warranties given or made by and any rights or remedies against all or any of the professional advisors now or at any time engaged in relation to the Development and the manufacturers suppliers or installers of all plant machinery fixtures, fittings and other items now or from time to time in the buildings erected

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Particulars as to commission allowance or discount (note 3)

Signed 

Date 4th January 1999

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

† delete as appropriate

- 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.

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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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or to be erected on 3 Vernons Tard, Kensington, London W11 and any other person now or from time to time under contract with or under a duty to the Company (including for the avoidance of doubt direct warranties between the Company and any sub-contractor to Kenham Building Ltd and the benefit of any performance bond or a bond of any other form of content and/or any Parent Company guarantee or guarantees) including the benefit of all sums recovered in any proceedings against all or any of such persons.

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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. 03385920

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER CONSTRUCTION CONTRACT DATED THE 4th JANUARY 1999 AND CREATED BY BENCHLEVEL DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO DUNBAR BANK PLC UNDER OR PURSUANT TO THE TERMS OF THE FACILITY AGREEMENT, THIS DEED OR ANY RELATED SECURITY DOCUMENT OR ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 6th JANUARY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7th JANUARY 1999.

A handwritten signature in cursive script, appearing to read 'A. J. Wickham', written over the printed name.

A. J. WICKHAM

for the Registrar of Companies



C O M P A N I E S   H O U S E