

403a

CHFP025

Please do not
write in
this margin

To the Registrar of Companies
(Address overleaf)

For official use Company number

113

3437534

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

* Insert full name
of company

Name of company

* THE MALMAISON COMPANY (EDINBURGH) LIMITED

I, Bruce Cave

of 82 Park Street Thame Oxfordshire OX9 3HX

† Delete as appropriate

‡ Insert a description of the instrument(s) creating or evidencing the charge, eg 'Mortgage', 'Charge', 'Debenture' etc.

§ The date of registration may be confirmed from the certificate

Ø Insert brief details of property

[a director] ~~[the secretary]~~ ~~XXXXXXXXXXXXXXXXXXXX~~ ~~XXXXXXXXXXXXXXXXXXXX~~† of the above company, do solemnly and sincerely declare that the debt for which the charge described below was given has been paid or satisfied in (full) ~~(part)~~ ~~XXXX~~†

Date and Description of charge ‡ Third Party Debenture dated 3 November 2000.

Date of Registration § 20 November 2000.

Name and address of [chargee] ~~XXXXXXXXXXXXXXXXXXXX~~
Société Générale, 41 Tower Hill, London EC3N 4SG

Short particulars of property charged ☐ Fixed and floating charges over the undertaking and all property and assets present and future.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835. *h*

Declared at West Garden Place
London W2

Declarant to sign below

Day Month Year

on 17.05.2002

before me Waller

JULIET WALLER, Solicitor
46 Blandford Street
London W1U 7HT

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

Presenter's name, address and reference (if any):

SJ Berwin
222 Gray's Inn Road
London
WC1X 8XF
Ref: 994/M9208.164/CP2:82504

For official use
Mortgage section

Post room



A19 ***AXS**
COMPANIES HOUSE

0775
29/05/02

Notes

The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

IN THE HIGH COURT OF JUSTICE

CHANCERY DIVISION

COMPANIES COURT

Mr Justice Neuberger
2nd June 2002

IN THE MATTER OF MALMAISON LIMITED

AND IN THE MATTER OF MALMAISON (CHART SQUARE) LIMITED

AND IN THE MATTER OF THE MALMAISON HOTEL (GLASGOW) LIMITED

AND IN THE MATTER OF THE MALMAISON HOTEL (NEWCASTLE) LIMITED

AND IN THE MATTER OF THE MALMAISON HOTEL (LEEDS) LIMITED

AND IN THE MATTER OF THE MALMAISON HOTEL (MANCHESTER) LIMITED

AND IN THE MATTER OF THE MALMAISON HOTEL (BIRMINGHAM) LIMITED

AND IN THE MATTER OF THE MALMAISON BRAND LIMITED

AND IN THE MATTER OF THE MALMAISON COMPANY (EDINBURGH) LIMITED

**AND IN THE MATTER OF MWB MALMAISON HOLDINGS LIMITED
(formerly known as MWB Hotel Properties Limited)**

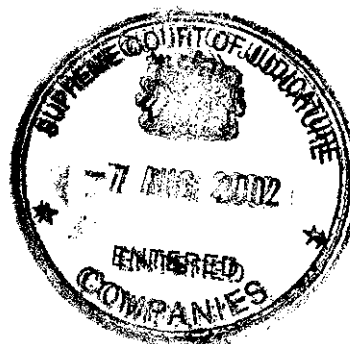
AND IN THE MATTER OF MALMAISON RESOURCES LIMITED

AND IN THE MATTER OF MWB SAS HOTELS LIMITED

AND IN THE MATTER OF MALMAISON HOTELS LIMITED

AND IN THE MATTER OF THE COMPANIES ACT 1985

ORDER



UPON the application of the above-named companies ("the Claimants") by proforma Part 8 Claim Form

AND UPON hearing Counsel for the Claimants

AND UPON reading the proforma Part 8 Claim Form, the witness statement of Jagtar Singh and the witness statement of David Ryland

AND UPON the Claimants, by their Counsel, undertaking to issue the Part 8 Claim Form in the form produced and to file the witness statements in Court on or before the close of business on Friday 7th June 2002

AND the Court being satisfied that the entry in the respective register of charges of the Claimants of the Memoranda of Satisfaction in respect of which this claim is made was due to inadvertence and that it is just and equitable to grant relief pursuant to section 404 of the Companies Act 1985

IT IS ORDERED that

1. the respective registers of charges of the Claimants be amended by the cancellation and deletion of the Memoranda of Satisfaction registered therein in respect of the charges set out in the Schedule attached to this Order.
2. the Claimants do deliver an office copy of this Order to the Registrar of Companies

SCHEDULE 1

This schedule is to be substituted for the schedule previously attached to the order of 1st June 2002 in the light of the witness statement of David Ryland by order.

The Companies seek the rectification of their respective registers of charges by the cancellation and deletion of the Memoranda of Satisfaction entered on 29th May 2002 in respect of the following charges:

Malmaison Limited

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

Malmaison (Chart Square) Limited

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

Supplemental Debenture dated 16th October 2001 over leasehold property granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

The Malmaison Hotel (Glasgow) Limited

Bond and Floating Charge dated 3rd November 2000 over undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

Standard security dated 3rd November 2000 over property at 160 Pitt Street Glasgow and 278 West George Street Glasgow granted in favour of Societe Generale of 41 Tower Hill London EC3N 4SG insofar as the same was submitted to the Companies Registry.

Floating Charge dated 3rd November 2000 comprising a legal mortgage over property, fixed and floating charge over assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

The Malmaison Hotel (Newcastle) Limited

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

The Malmaison Hotel (Leeds) Limited

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

The Malmaison Hotel (Manchester) Limited

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

The Malmaison Hotel (Birmingham) Limited

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

Malmaison Brand Limited

Bond and floating charge dated 3rd November 2000 over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

Floating charge dated 3rd November 2000 comprising a legal mortgage over property, fixed and floating charge over assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

The Malmaison Company (Edinburgh) Limited

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

Standard security dated 3rd November 2000 comprising a charge over property at Tower Place and Tower Street and with Docks and gallery premises as referred to in such

standard security granted in favour of Societe Generale 41 Tower Hill London EC3N 4SG insofar as the same was submitted to the Companies Registry.

MWB Malmaison Holdings Limited

Debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

Malmaison Resources Limited

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

MWB SAS Hotels Limited

Third Party Intellectual Property Rights Charge dated 3rd November 2000, charging all right, title and interest in all courses of action in respect of infringement anywhere in the world of any rights relating to all intellectual property rights, granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

Malmaison Hotels Limited

Third party debenture dated 3rd November 2000 comprising fixed and floating charges over the undertaking and all property and assets granted in favour of Societe Generale, 41 Tower Hill, London, EC3N 4SG

THE HIGH COURT OF JUSTICE
CHANCERY DIVISION.
COMPANIES COURT.

In Justice Newages.

2 June 2002

In the Matter of Malmson Ltd

Sent out by
DPW
0207 947 6172

ST Deakin
222 Gaysin Road,
London
W12 8XP

DX 255
London
Ref 698/M9028.173