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

*insert full name
of Company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

A fee of £13 is payable to Companies House in respect
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[317]

3480042000
(Deed)

Name of company

* Haven Funding (32) Plc

Date of creation of the charge

30 October 2008

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

Deed of Sub-charge and Assignment dated 30 October 2008 between Haven Funding (32) Plc (the "Issuer") (1) Prudential Trustee Company Limited (the "Trustee") (2) and English Churches Housing Group Limited (the "Borrower") (3) (the "Deed")

Amount secured by the mortgage or charge

The principal, premium (if any) and interest and any other amounts payable under a loan agreement made between the Borrower (1) the Issuer (2) and the Trustee (3) and dated 12 February 1998 (the "Loan Agreement") and all monies intended to be secured by the Loan Agreement (the "Secured Liabilities")

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

Prudential Trustee Company Limited (registered number 1863305) whose registered office is at Laurence Pountney Hill, London

Postcode EC4R 0HH

Presentor's name address and
reference (if any)

Allen & Overy LLP
One Bishop's Square
London
E1 6AD

DX 73 London/City

Time critical reference
LJT/PY.1967228

For official Use (06/2005)
Mortgage Section

Post room

TUESDAY



A21 *AN54X4JQ* 309
04/11/2008
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

(a) charges at law with the payment of money indebtedness secured by the Mortgage to the Trustee; and

(b) charges by way of first fixed legal mortgage to the Trustee all its right, title, interest and benefit, present and future, in and to the Incoming Properties over those freehold and leasehold properties title to which is not (unless in the course of registration) and is not required to be registered at the Land Registry

Mortgage means the mortgage dated 30 October 2008, made between the Issuer, the Trustee and the Borrower.

Incoming Properties means the property listed in Part 2 of the Schedule to the Mortgage

Please do not write in this margin

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

1
x
9
1

Particulars as to commission allowance or discount (note 3)

Nil

Signed Andrew Overly

Date 3 November 2008

On behalf of ~~XXXXXX~~ (mortgagee/~~XXXXXX~~ †

A fee is payable to Companies House in respect of each register entry for a mortgage or charge (See Note 5)

Notes

† 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
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 3480042
CHARGE NO. 37

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF SUB-CHARGE AND
ASSIGNMENT DATED 30 OCTOBER 2008 AND CREATED BY
HAVEN FUNDING (32) PLC FOR SECURING ALL SUMS DUE OR
TO BECOME DUE UNDER THE TERMS OF THE
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1
PART XII OF THE COMPANIES ACT 1985 ON THE 4 NOVEMBER
2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5 NOVEMBER
2008

Handwritten signature



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES