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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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Pursuant to section 395 of the Companies Act 1985

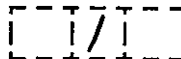
CHA 116

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

To the Registrar of Companies

For official use

Company number



3569438

Name of company

\* Rooftop Management Limited (the "Company")

\* insert full name  
of company

Date of creation of the charge

22 May 1998

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

Secured Debenture Loan Stock Instrument dated 22 May 1998 (the  
"Instrument").

Amount secured by the mortgage or charge

The Stock and all other monies and liabilities now or hereafter due,  
owing or incurred by the Company to the Stockholder under, pursuant to,  
or in connection with, this Instrument (including any charges and  
expenses incurred by the Stockholder in the enforcement of any  
obligations or security or attempted enforcement thereof) (the "Secured  
Obligations").

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

Evesham & Pershore Housing Association Limited, 70 High Street, Evesham,  
Worcestershire (the "Stockholder")

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

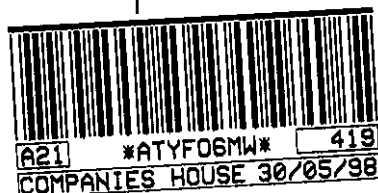
Lawrence Graham  
190 Strand London WC2R 1JN

Ref: SEW/KOD  
707229

Time critical reference

For official use  
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

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lettering

- 1.
- (i) By way of first legal mortgage, the Property, together with all buildings and fixtures (including trade fixtures) and fixed plant and machinery from time to time on the Property;
- (ii) By way of first fixed charge, all estates or interests in any freehold and leasehold property of the Company (not being the Property) now and in the future vested in the Company, together with all buildings, fixtures (including trade fixtures) and fixed plant and machinery from time to time on that property;
- (iii) By way of first fixed charge, all the goodwill and uncalled capital for the time being of the Company;
- (iv) By way of first fixed charge, all book debts and other debts now and in the future due or owing to the Company;
- (v) By way of first fixed charge, all intellectual property rights, choses in action and claims now and in the future belonging to the Company;
- (continued on continuation sheet 4)

Particulars as to commission allowance or discount (note 3)

Nil

Signed

*Carrena Graham*

Date

*29/5/1998*

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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## Particulars of a mortgage or charge (continued)

Continuation sheet No 1  
to Form No 395 and 410 (Scot)

CHA 116

Please complete  
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bold block lettering

Company Number

3569438

Name of Company

Rooftop Management Limited (the "Company")

Limited\*

\* delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

The following terms and expressions shall have the following meanings:

"Property" means all that freehold property known as Warwick House, 13 Church Street, Tewkesbury, Gloucestershire, as the same is registered at H.M. Land Registry under title number GR89151, or any part of that property;

"the Stock" means the £190,000 Secured Debenture Loan Stock of the Company constituted by the Instrument or (as the case may require) the amount thereof for the time being issued and outstanding;

"Security Interest" means any mortgage, charge, pledge, lien (save for a lien arising by operation of law in the ordinary course of business) encumbrance, hypothecation, security interest or other security arrangement of any kind.

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

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

(cont.)

(vi) by way of floating charge, all the Company's present and future undertaking and assets, whatever and wherever, including (without limitation) all other property and assets not subject to a fixed charge under Clause 5 of the Instrument.

N.B. The Company shall not without the prior consent in writing of the Stockholder:-

- 1) transfer, sell or otherwise dispose of the whole or any part of its undertaking property or assets except by way of sale at full value in the usual course of trading as transacted at the date hereof; or
- 2) create, or attempt to create or permit to subsist any Security Interest upon or affecting any of its undertaking, property or assets otherwise than pursuant to the Instrument

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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. 03569438

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SECURED DEBENTURE LOAN STOCK INSTRUMENT DATED THE 22nd MAY 1998 AND CREATED BY ROOFTOP MANAGEMENT LIMITED FOR SECURING THE STOCK AND ALL OTHER MONIES AND LIABILITIES NOW OR HEREAFTER DUE OWING OR INCURRED BY THE COMPANY TO EVESHAM & PERSHORE HOUSING ASSOCIATION LIMITED (THE "STOCKHOLDER") UNDER THE TERMS OF THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th MAY 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd JUNE 1998.

A handwritten signature in cursive script, appearing to read 'P. Davies'.

PHIL DAVIES

for the Registrar of Companies



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

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HM  
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