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COMPANIES FORM No. 395
Particulars of a mortgage or charge

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1190 4119

395

CHFP055

A fee of £10 is payable to Companies House in respect of each registry entry for a mortgage or charge.

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

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

For official use

803

3751810

* insert full name
of company

Name of Company

* CBS UNDERWRITING LTD

Date of creation of the charge

12 November 2001

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

Floating Charge

Amount secured by the mortgage or charge

All the liabilities of Syndicate 1141 Members and the 1141 Trustees to the Trustees of Syndicate 2001, of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) pursuant to the inter-syndicate loan agreement dated 12 November 2001 between the Trustees of Syndicate 2001, the Trustees of Syndicate 1141 and Amlin Underwriting Limit for itself and as Managing Agent on behalf of the Members of Syndicate 1141 and 2001

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

The Trustees of the Premiums Trust Fund
Syndicate 2001
Lloyd's
Lime Street
London

Postcode EC3M 7HA



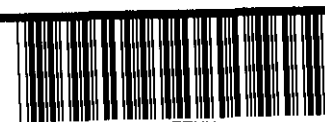
BLUEPRINT
Company Secretary

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

Mrs J M Clarke
Group Co Sec Dept
Amlin plc
St Helen's

For official use
Mortgage section

Post room



A14
COMPANIES HOUSE

0446
17/11/01

Short particulars of all the property mortgaged or charged.

The portion of the Reinsurance Recievables arising under or in connection with every policy designated by reference to a year of account of Syndicate 1141 on which that 1141 Member participates and the proceeds thereof as bear the same proportion to the whole as such 1141 Member's share of the syndicate stamp for such Year of Account.

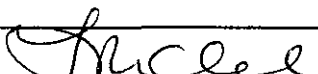
Please do not write in this margin

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

Particulars as to commission, allowance or discount (note 3)

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed



Date 16 NOVEMBER 2001

SECRETARY, AMULN UNDERWRITING LIMITED.

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 despatched 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 situated in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, e.g. "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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03751810

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FLOATING CHARGE DATED THE 12th NOVEMBER 2001 AND CREATED BY CBS UNDERWRITING LIMITED FOR SECURING ALL THE LIABILITIES OF SYNDICATE 1141 MEMBERS AND THE 1141 TRUSTEES TO THE TRUSTEES OF SYNDICATE 2001, OF ANY KIND AND IN ANY CURRENCY (WHETHER PRESENT OR FUTURE ACTUAL OR CONTINGENT AND WHETHER INCURRED ALONE OR JOINTLY WITH ANOTHER) PURSUANT TO THE INTER-SYNDICATE LOAN AGREEMENT DATED 12TH NOVEMBER 2001 BETWEEN THE TRUSTEES OF SYNDICATE 2001, THE TRUSTEES OF SYNDICATE 1141 AND AMLIN UNDERWRITING LIMITED FOR ITSELF AND AS MANAGING AGENT ON BEHALF OF THE MEMBERS OF SYNDICATE 1141 AND 2001 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17th NOVEMBER 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st NOVEMBER 2001.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

*P
Rau*