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

*insert full name
of Company

COMPANIES FORM No. 395 MW. £10.078766

Particulars of a mortgage or charge

A fee of £10 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



3788221

Name of company

* True Manufacturing UK Limited

Date of creation of the charge

25.8.1999

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

Deed of Legal Mortgage

Amount secured by the mortgage or charge

Secured sums are the Payments payable by the Company to the Mortgagee pursuant to an Agreement dated 25 August 1999 made between them and others ("the Development Agreement") together with all costs, charges and expenses reasonably and properly incurred by the Mortgagee in connection with the protection, preservation or enforcement of its respective rights under this Mortgage and interest payable in respect of the Payments under the Development Agreement.

Payments are the sums to be paid by the Company to the Mortgagor under Clause 4 (Variations to the Works requested by the Tenant), Clause 7.2.6 (Licence to enter for Developer and Tenant) and Clause 8 (Payments in respect of the Works) of the Development Agreement but excluding the remaining 50 per cent of the aggregate of all retentions made in accordance with Clause 8.2.3 of the Development Agreement.

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

The Barnsley Miller Partnership Limited whose registered office is at
Landmark House, Station Road, Cheadle Hulme, Stockport, Manchester

Postcode SK8 7GD

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

Eversheds Solicitors
Cloth Hall Court
Infirmary Street
Leeds
LS1 2JB

P.JMF.AIB.SEF

Time critical reference

For official Use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

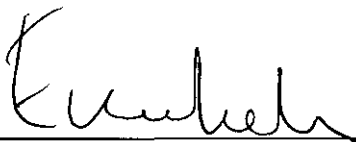
The land (and buildings to be built thereon) known as Plot 1 Fields End Business Park, Dearne Valley, South Yorkshire comprising 7.94 acres as comprised in a Lease dated 25th August 1999 and made between (1) The Barnsley Miller Partnership Limited and (2) True Manufacturing UK Limited.

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

Particulars as to commission allowance or discount (note 3)

Signed



Date

2/9/99

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

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

† 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 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 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 CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03788221

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 25th AUGUST 1999 AND CREATED BY TRUE MANUFACTURING U.K. LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE BARNSLEY MILLER PARTNERSHIP LIMITED PURSUANT TO A DEVELOPMENT AGREEMENT DATED 25 AUGUST 1999 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 3rd SEPTEMBER 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th SEPTEMBER 1999.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



COMPANIES HOUSE