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COMPANIES FORM No. 395

000543/13

395

CHWP000

Please do not
write in
this margin

Particulars of a mortgage or charge

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

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

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

For official use

Company number

3

03902993

Name of company

* insert full name
of Company

* OWEN REED LIMITED

Date of creation of the charge

19 JANUARY 2006

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

DEBENTURE

Amount secured by the mortgage or charge

The performance of any obligations and all monies which are now or shall at any time hereafter be due or owing or payable to the Chargee by the Chargor together with all legal and other costs charges and expenses which the Chargee may incur in enforcing or obtaining payment (or attempting to do so) of any such obligations or monies on a full indemnity basis and all costs charges and expenses owed to or incurred directly by the Chargee in relation to the security or any other security held by the Chargee in connection with any advance payment, loan or other payment made to the Chargor in relation to the enforcement or attempted enforcement of any such security.

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

ORIEL SUPPORT LIMITED, CHELTENHAM HOUSE,

CLARENCE STREET, CHELTENHAM, GLOUCESTERSHIRE

Postcode GL50 3JR

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

AS ABOVE

For official Use (06/2005)
Mortgage Section

Post room

A38
COMPANIES HOUSE

A99BSCEY

728

26/01/2006

Time critical reference

Short particulars of all the property mortgaged or charged

1. by way of legal mortgage, all freehold and leasehold property now vested in the Chargor described in the schedule to the Debenture, together with all buildings, fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon;
2. by way of fixed charge, all estates or interests in any freehold and leasehold property of the Chargor (not being property charged by paragraph 1 above) now and in the future vested in the Chargor, together with all buildings, fixtures (including trade fixtures) and fixed plant and machinery from time to time on that property;
3. by way of fixed charge, all the goodwill and uncalled capital for the time being of the Chargor;

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)

NONE

Signed

S. Dale

Date 19 JANUARY 2006

On behalf of [company] [mortgagee/chargee]

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

CHWP000

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binding margin

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

**Particulars of a mortgage or charge
(continued)**

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

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

Company number

03902993

Name of company

OWEN REED LIMITED

Limited *

* delete if
inappropriate

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

DEBENTURE



Amount due or owing on the mortgage or charge (continued)

Please do not
write in this
binding margin

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

• Please do not
write in this
binding margin

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*

4. by way of fixed charge, all book debts and other debts now and in the future due or owing to the Chargor (including cash in any bank account) (together with all security thereof or indemnities in respect thereof or other rights enabling the Chargor to enforce the same);
5. by way of fixed charge, all intellectual property rights and other rights of every kind deriving therefrom, in action and claims now and in the future belonging to the Chargor;
6. by way of fixed charge all stocks, shares and/or other securities now and at any time during the continuance hereof belonging to the Chargor in any of its subsidiary companies together with all dividends or other rights relating thereto;
7. by way of floating charge, the whole of the Chargor's property, undertaking and assets which are or may be from time to time comprised in the Chargor not otherwise effectively mortgaged, charged or assigned by paragraphs 1 to 6 above.

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03902993

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 19th JANUARY 2006 AND CREATED BY OWEN REED LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ORIEL SUPPORT LIMITED 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 26th JANUARY 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th JANUARY 2006.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

