

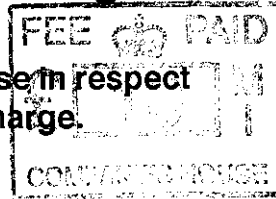
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COMPANIES FORM No. 395

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



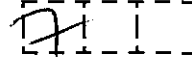
395

070731 £20

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

For official use

Company number



3905160

Name of company

* Riverland Developments Limited (the "Company")

Date of creation of the charge

30 October 2002

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

Assignment of Keyman Life Policy executed by the Company in favour of the Bank (the "Assignment").

Amount secured by the mortgage or charge

All or any monies and liabilities which shall for the time being (and whether on or at any time after demand) be due owing or incurred in whatsoever manner to the Bank by the Company whether or not the Bank shall have been an original party to the relevant transaction and including interest discount commission and other lawful charges and expenses which the Bank may in the course of its business charge in respect of those matters or for keeping the Company's account and so that interest shall be computed and compounded according to the usual rates and practice of the Bank as well after as before any demand made or judgment obtained under the Assignment (the "Secured Liabilities").

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

The Governor and Company of the Bank of Scotland
19/21 Spring Gardens
Manchester (the "Bank")

Postcode M2 1FB

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

DLA
101 Barbirolli Square
Manchester
M2 3DL

MM.MT.

Time critical reference

For official Use
Mortgage Section



Short particulars of all the property mortgaged or charged

As beneficial owner the Company has assigned to the Bank the Company's whole right, title and interest, present and future in and to the policy set out in annexure 1 to this Form M395 (the "Policy") and all sums assured by it and all bonuses and benefits which may arise under it (including sundry conditions, provisions and declarations) as a continuing security for payment on demand of the Security Liabilities (notwithstanding any settlement of account or other matter).

(Doc ref. DP\M395C1:0511DP01.lfd)

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)

Nil

Signed

DA

Date

8 NOVEMBER 2002

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 situated 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

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binding margin

Particulars of a mortgage or charge (continued)

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

CHFP025

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

Company Number

3905160

Name of Company

Riverland Developments Limited (the "Company")

Limited*

* delete if
inappropriate

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

Annexure 1

Policy:

Insurer: Norwich Union Life Services Limited

Policy Number: Stephen Barker

Life Assured: 7964711EU

Sum Assured: £250,000

Term of Cover: 3 years

Date: 23 August 2002

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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. 03905160

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ASSIGNMENT OF KEYMAN LIFE POLICY DATED THE 30th OCTOBER 2002 AND CREATED BY RIVERLAND DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th NOVEMBER 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th NOVEMBER 2002.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —