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COMPANIES FORM No. 395

Particulars of a mortgage or charge

144334/30

395

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

CHFP025

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[] [] [] [] [] []

3962789

Name of company

* Emmafan Limited (the "Company")

Date of creation of the charge

7 January 2004

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

Equitable Charge dated 7 January 2004 made between (1) the Company, (2) Investmarks Limited and (3) the Company and Investmarks Limited as partners of The Mildmay Partnership in favour of the Bank of Scotland, (the "Bank").

Amount secured by the mortgage or charge

All sums of money owed and all liabilities or obligations to be carried out by the Company (in its own capacity and in its capacity as partner in The Mildmay Partnership) to the Bank at any time and from time to time whether:

(a) they arise before or after the Bank has demanded that they are repaid or carried out; or

(b) they are owed or to be carried out immediately or only after a stated event has occurred; or

(c) the Company owes or is to carry them out on its own or jointly with any other person or as guarantor for any other person

together with interest, costs and expenses due from the Company to the Bank.

(the "Secured Liabilities")

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

The Governor and Company of the Bank of Scotland whose registered office is at The Mound, Edinburgh.

Postcode EH1 1YZ

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

Nabarro Nathanson
Lacon House
Theobald's Road
London
WC1X 8RW

AA/PGG/B0125/01169/2691642

Time critical reference

For official Use
Mortgage Section

Post room



LD3
COMPANIES HOUSE

L8NDCRRN

0336
15/01/04

Short particulars of all the property mortgaged or charged

1. The Company charges with full title guarantee as security for the Secured Liabilities by way of equitable charge, its beneficial interest in the Property.
 2. The Company shall not, without the Bank's prior written consent create or permit to exist any security in favour of any persons other than the Bank by way of a fixed or floating charge or lien over the Property or any part of it.
- "Property" means the Company's beneficial interest in (1) the freehold property known as Abbey Mill House, Abbey Square, Reading and registered at the Land Registry under title number BK143374; and
- (2) the freehold property known as Forbury Vaults and registered at the Land Registry under title number BK370977 and adjoining land registered under title number BK372549.

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)

N/A

Signed Nabarro Nabarro

Date 14 January 2004

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 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. 03962789

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN EQUITABLE CHARGE DATED THE 7th JANUARY 2004 AND CREATED BY EMMAFAN LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY (IN ITS OWN CAPACITY AND IN ITS CAPACITY AS PARTNER IN THE MILD MAY PARTNERSHIP) 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 15th JANUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19th JANUARY 2004.

P. Cen



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES