

# M

COMPANIES FORM No. 395

00400035

<sup>gfr</sup>  
**395****Particulars of a mortgage or charge**

CHW P000

Please do not  
write in  
this marginPlease complete  
legibly, preferably  
in black type, or  
bold block lettering**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

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

For official use

Company number

8

4017590

Name of company

\* Insert full name  
of Company

\* XCHANGING RESOURCING SERVICES LIMITED

Date of creation of the charge

30TH JULY, 2007

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

A Deed of Admission to an Omnibus Guarantee and Set-Off Agreement dated 19TH FEBRUARY, 2007  
(the "Agreement")

Amount secured by the mortgage or charge

All moneys and liabilities then due or which might thereafter become due to Lloyds TSB Bank plc (the  
"Bank") from either the Company or any one or more of the other parties to the Agreement (other  
than the Bank) being at the date hereof the following companies:

(List of companies party to the Agreement)

See Attached

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

Lloyds TSB Bank plc

25 Gresham Street

(30-00-02)

London

Postcode EC2V 7HN

Presenter's name address and  
reference (if any): R27/SEC/21142Lloyds TSB Bank plc  
Gillingham CCSC  
PO BOX 72 Bailey Drive  
Gillingham Business Park  
Kent ME8 0LSFor official Use (02/06)  
Mortgage Section

FRIDAY



A19

\*A60QXS61\*

17/08/2007

704

COMPANIES HOUSE

Time critical reference

particulars of all the property mortgaged or charged

Any sum or sums for the time being standing to the credit of any present or future account of the Company with the Bank

Please do not  
write in  
this margin

NOTE. By Clause 14.7 of the Agreement, the Company agreed that it would not (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Company with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank)

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

Particulars as to commission allowance or discount (note 3)

NIL

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

Signed

Date

- 1 AUG 2007

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 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

List of companies Party to the Agreement

Name	Company Number
XCHANGING UK LIMITED	3616858
XCHANGING GLOBAL INSURANCE SOLUTIONS LIMITED	508212
XCHANGING INSURANCE PROFESSIONAL SERVICES LIMITED	2247736
XCHANGING RESOURCING SERVICES LIMITED	4017590
XUK Co 2 LIMITED	5312790
XCHANGING PROCUREMENT SERVICES LIMITED	4220043
XCHANGING HR SERVICES LIMITED	4071566
FERGUSON, SNELL & ASSOCIATES LIMITED	1509745
LANDMARK BUSINESS CONSULTING LIMITED	5070182
XCHANGING Plc	05819018

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 04017590

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS GUARANTEE AND SET-OFF AGREEMENT DATED 19 FEBRUARY 2007 AND DATED THE 30th JULY 2007 AND CREATED BY XCHANGING RESOURCING SERVICES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17th AUGUST 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th AUGUST 2007

A handwritten signature in black ink, appearing to be 'P. R.' or similar.



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES