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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.

CHFP025

Please do not write in this margin

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

*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

161

04128538

Name of company

* GEORGE WIMPEY EAST LONDON LIMITED (the "Company").

Date of creation of the charge

1 December 2004

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

2 A legal charge dated 1 December 2004 (the "Legal Charge") made between the Company, Persimmon Homes Ltd and Flakt Woods Property Sarl (the "Mortgagee")

Amount secured by the mortgage or charge

See attached schedule 1 (Definitions) and schedule 2 (Amount secured by the Legal Charge).

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

Flakt Woods Property Sarl of 398 Route D'Esch, Luxembourg 1471

Postcode

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

Osbourne Clarke
Hillgate House
26 Old Bailey
London EC4M 7HW

For official Use
Mortgage Section

Post room



A21
COMPANIES HOUSE

AP20U13K

0529
15/12/04

Time critical reference

CFK/0859746

Short particulars of all the property mortgaged or charged

See attached schedule 1 (Definitions) and schedule 3 (Short particulars of all the property mortgaged or charged)

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)

Signed

Osborne Clarke

Date

14 December 2004

On behalf of [XXXXXX] [mortgagee/chargee]

Flakt Woods Property Sarl

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

SCHEDULE 1

Definitions

In this Form 395:

"Agreement" means the Agreement dated 28 May 2004 made between the Mortgagee (1) Persimmon Homes Limited (2) Persimmon PLC (3) Flakt Woods Limited (4) and Global Air Movement (Luxembourg) (5) as varied by the Agreement to Vary;

"Agreement to Vary" means the agreement dated 24 November 2004 made between the Mortgagee (1) Persimmon Homes Limited (2) Persimmon PLC (3) Flakt Woods Limited (4) and Global Air Movement (Luxembourg) (5);

"Enhanced Consideration" means any sum paid pursuant to Clause 16 (Enhanced Consideration) of the Agreement;

"Mortgaged Property" means that part of the Property edged red on the plan annexed to the Legal Charge;

"Property" means the property defined in the Agreement as varied by the Agreement to Vary as:

- (a) the freehold property known as Braiswick Works and 55 Tufnell Way, Colchester registered with absolute title at HM Land Registry under title number EX657365; and
- (b) the freehold property known as 194 Bergholt Road, Colchester registered with title absolute at HM Land Registry under title number EX612029; and
- (c) the freehold property known as 196 Bergholt Road, Colchester registered with absolute title at HM Land Registry under the title number EX572719; and
- (d) subject to the terms of the Agreement such additional land (if any) as may be required for implementation of the Highway Works (as defined in the Agreement and including for the avoidance of doubt any working space); and
- (e) any interest that the Seller may have in the land between Property and the adopted highway shown coloured orange brown and green on the plan annexed to the Agreement; and
- (f) the freehold of 192 Bergholt Road, Colchester registered with title absolute at HM Land Registry under title number EX440903.

"Seller" means the Mortgagee.

SCHEDULE 2

Amount secured by the Legal Charge

The sum of £13,350,000 (Thirteen Million Three Hundred and Fifty Thousand Pounds), any Enhanced Consideration and in the event of default interest thereon at four per cent (4%) above the base rate from time to time of the Royal Bank of Scotland Plc from the due date to the date of payment (the "**Secured Obligations**").

SCHEDULE 3

Short Particulars of all the property mortgaged or charged

Under the Legal Charge the Company charged to the Mortgagee the Mortgaged Property as continuing security for the payment of the Secured Obligations.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04128538

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 1st DECEMBER 2004 AND CREATED BY GEORGE WIMPEY EAST LONDON LIMITED FOR SECURING £13,350,000 AND ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FLAKT WOODS PROPERTY SARL 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 15th DECEMBER 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st DECEMBER 2004.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

P. Dawn