

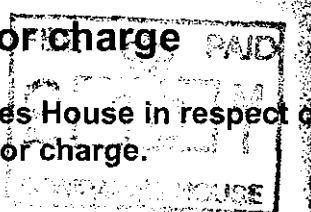
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CHFP010.

Please do not write in
this marginPlease complete
legibly, preferably in
black type, or bold
block lettering* Insert full name of
company

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.**

395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(address overleaf - note 6)

For official use

Company Number

Name of company

15

04205727

* BROWALLIA PUBLIC COMPANY LIMITED

Date of creation of the charge

15th FEBRUARY 2005

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

(LEGAL) CHARGE

Amount secured by the mortgage or charge

REPAYMENT OF £8,500,000 (EIGHT MILLION, FIVE HUNDRED THOUSAND POUNDS)
BROWALLIA PUBLIC LIMITED COMPANY LOAN NOTES 2005 TOGETHER WITH ALL
INTEREST AND ANY OTHER COSTS ARISING UNDER THE FACILITY.

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

BRITISH MOHAIR HOLDINGS LIMITED.

39 CORNHILL. LONDON

Postcode EC3V 3NU

Presentor's name, address
and reference (if any):Kathryn Davenport
CPA Audit Limited
39 Cornhill
LONDON
EC3V 3NU

For official use

Mortgage Section

Post room

*PIB8001*
PMO
COMPANIES HOUSE
AFTFC38K
A07
COMPANIES HOUSE0238
7135
0406
02/03/05

Time critical reference

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

ALL OF THE ISSUED SHARES IN YORKLYDE PUBLIC LIMITED COMPANY.

SEE ATTACHED FAX

Particulars as to commission, allowance or discount (note 3)

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

Signed

For and on behalf of

Date 01/03/05

Browallia Corporate Director Ltd

On behalf of [company] [mortgagee/chargee]†

DIRECTOR OF BRITISH POWER HOLDINGS LTD

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 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 percent 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

British Mohair Holdings Limited

39 Cornhill, London EC3V 3NU Tel: 020 7256 3950 Fax: 020 7929 4501

07 March 2005

Companies House
Crown Way
Cardiff
CF14 3UZ

BY FAX ONLY
FAX NO 029-20-380827

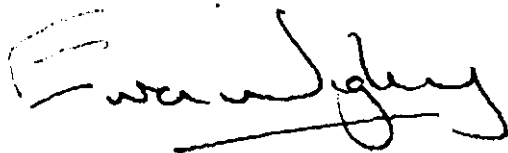
Dear Sirs

Registration of Charge

I write further to my letter of 1st March 05 to confirm that the short particulars of the charge should read:

"All of the issued shares in Yorklyde Public Limited Company together with all future shares or securities, rights, dividends, monies, warrants or property paid, accruing or deriving directly or indirectly therefrom at any time by way of redemption, bonus, performance, option, dividend, interest, consolidation, sub-division or otherwise."

Yours faithfully



Browallia Corporate Director Limited
Director of British Mohair Holdings Limited

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04205727

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE DATED THE 14th FEBRUARY 2005 AND CREATED BY BROWALLIA LIMITED FOR SECURING £8,500,000 LOAN NOTES OF THE COMPANY AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY (FORMERLY KNOWN AS BROWALLIA PUBLIC LIMITED COMPANY) TO BRITISH MOHAIR HOLDINGS 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 7th MARCH 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th MARCH 2005.

Pangola



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES