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Please 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.

Pursuant to section 395 of the Companies Act 1985

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

Name of company

* CHATHAM FINANCIAL EUROPE LIMITED

Date of creation of the charge

10 MARCH 2004

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

RENT DEPOSIT DEED

Amount secured by the mortgage or charge

£100,786.80

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

LIVERPOOL VICTORIA FRIENDLY SOCIETY LIMITED COUNTY GATES
BOURNEMOUTH

Postcode

COMPANIES

Company number

04223247

For official use

BH1 2NF

Post room

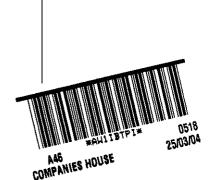
Presentor's name address and reference (if any):

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

Time critical reference

JQ/DC/L1585/02305

For official Use Mortgage Section



Page 1

Short particulars of all the property mortgaged or charged

Rental Deposit of £100,786.80 to secure the payment of rents and other monies including interest pursuant to a Lease dated 10 March 2004 between (1) Liverpool Victoria Friendly Society Limited and (2) Chatham Financial Europe Limited relating to 4th floor offices at 8/9 Longacre and 16 Garrick Street, London WC2.

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Particulars as to commission allowance or discount (note 3)

NIL

Signed

a Damo Nattasta Date 24.03.2004

Notes

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.
- 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.
- If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- Cheques and Postal Orders are to be made payable to Companies House.
- The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

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

FILE COPY



OF A MORTGAGE OR CHARGE

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

COMPANY No. 04223247

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 10th MARCH 2004 AND CREATED BY CHATHAM FINANCIAL EUROPE, LTD FOR SECURING £100,786.80 DUE OR TO BECOME DUE FROM THE COMPANY TO LIVERPOOL VICTORIA FRIENDLY SOCIETY LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th MARCH 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 29th MARCH 2004.





