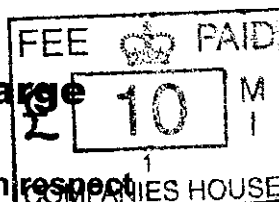


**COMPANIES FORM No. 395**

**Particulars of a mortgage or charge**



**395**

**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

022088/10

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

For official use

Company number



04391802

Name of company

\* LINDEN NEW HOMES LIMITED ("the Company")

Date of creation of the charge

2 February 2004

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

Legal Charge ("the Charge")

Amount secured by the mortgage or charge

All present and future liabilities and obligations (whether actual or contingent and whether owed jointly or severally or in any other capacity whatsoever) which now or hereafter may be or become due and owing by the Company to any Finance Party under the Finance Documents but excluding any obligation in respect of which the grant of security under the Charge would contravene Section 151 of the Companies Act 1985 ("the Secured Obligations").

See attached Continuation Sheet for definitions.

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

The Governor and Company of the Bank of Scotland, New Ueberior House, 11 Earl Grey Street, Edinburgh EH3 9BN as agent and security trustee for itself and the Finance Parties ("the Security Trustee")

Postcode

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

Maclay Murray & Spens  
3 Glenfinlas Street  
Edinburgh  
EH3 6AQ

AMR/CPD/BAN.13.978

Time critical reference

For official Use  
Mortgage Section

Post room



A08  
COMPANIES HOUSE

0381  
05/02/04

**M**

CHFP025

Please do not write in this margin

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

\*insert full name of Company

Short particulars of all the property mortgaged or charged

The freehold property at Park Road, Timperley, Altrincham registered at HM Land Registry under title number GM597073.

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)

Nil

Signed

Date 3/2/2004

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

## **Continuation sheet 1**

To the Registrar of Companies

Name of company  
Linden New Homes Limited

Company number  
04391802

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Linden New Homes Limited ("the Company")

For the purposes of this Form 395, the following words shall have the the following meanings ascribed to them:-

"Agent" has the meaning ascribed to it in the Facility Agreement.

"Banks" has the meaning ascribed to it in the Facility Agreement.

"Facility Agreement" means the facility agreement between (1) Linden New Homes Limited as Parent and (2) The Governor and Company of the Bank of Scotland as Agent and Issuing Bank and (3) the several banks named therein as Banks dated 26 July 2002 relating to revolving credit and guarantee facility of £55,000,000 as such facility may be amended, novated, supplemented, restated or replaced from time to time.

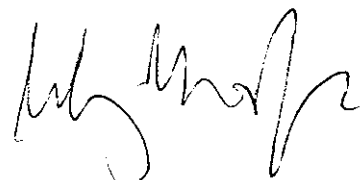
"Finance Documents" has the meaning ascribed to it in the Facility Agreement.

"Finance Parties" means the Banks, the Loan Stockholders, the Hedging Banks and where the context requires or permits the Agent and the Security Trustee.

"Hedging Banks" has the meaning ascribed to it in the Facility Agreement.

"Issuing Bank" has the meaning ascribed to it in the Facility Agreement.

"Loan Stockholders" has the meaning ascribed to it in the Facility Agreement.



FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04391802

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 2nd FEBRUARY 2004 AND CREATED BY LINDEN NEW HOMES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ANY FINANCE PARTY ON ANY ACCOUNT WHATSOEVER 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 5th FEBRUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th FEBRUARY 2004.

*Pr*



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES