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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

A fee of £13 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

211

4401816

Name of company

JOHN LAING INFRASTRUCTURE LIMITED

Date of creation of the charge

5 February 2008

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

Deed of Release and Third Priority Charge over shares in Severn River Crossing plc (the "Company"), dated 5 February 2008 entered into by John Laing Investments Limited, John Laing Infrastructure Limited (the "Chargor") and the Secretary of State for Transport (the "Charge")

Amount secured by the mortgage or charge

All moneys, debts and liabilities which now are or have been or at any time hereafter may be or become due, owing or incurred by the Company to the Secretary of State (as defined below) under or in connection with any of the Financing Agreements (the "Liabilities"),

**Financing Agreements** means the Secretary of State Loan Agreement, the Charge and the Secretary of State Debenture,

**Secretary of State Debenture** means the Debenture of 29 October 1990 between the Company and the Secretary of State,

**Secretary of State Loan Agreement** means the Subordinated Agreement of 29 October 1990 between the Company and the Secretary of State for a principal amount as set out therein of around £60,000,000.

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

THE SECRETARY OF STATE FOR TRANSPORT of 76 Marsham Street, London (the Secretary of State)

Postcode SW1P 4DR

Presentor's name address and reference (if any)

Eversheds LLP

Senator House

85 Queen Victoria Street

London

EC4V 4JL

Reference 062646/001630

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

TUESDAY



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A04

12/02/2008

49

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Chargor as beneficial owner and as security for the payment and discharge of all Liabilities charged in favour of the Secretary of State by way of fixed charge all its present and future Shares, Rights attaching or relating to the Shares and all Assets hereafter belonging to it and deriving from the Shares or such Rights

Assets means business, undertaking, property, assets, revenues, Rights and uncalled capital wherever situated,

Rights means rights, authorities discretion, remedies, liberties, powers, easements, quasi-easements and appurtenances (in each case, of any nature whatsoever),

Shares means the 350 fully paid ordinary shares of £1 each and 17,150 partly paid ordinary shares of £1 each in the Company owned by the Chargor,

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

Signed

*for Everheds LLP*

Date

8 February 2008

On behalf of ~~XXXXXXXX~~ [mortgagee/chargee] †

A fee 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge Cheques and Postal Orders must be made payable to **Companies House**
- 6 The address of the Registrar of Companies is **Companies House, Crown Way, Cardiff CF14 3UZ**

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 04401816

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF RELEASE AND THIRD PRIORITY CHARGE DATED THE 5th FEBRUARY 2008 AND CREATED BY JOHN LAING INFRASTRUCTURE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE SECRETARY OF STATE FOR TRANSPORT 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 12th FEBRUARY 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th FEBRUARY 2008



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

PSJ