

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.**

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

04470767

Name of company

* London Diversified Fund Management (UK) Limited

Date of creation of the charge

20 October 2005

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

Deed of deposit supplemental to an Underlease relating to the Third Floor,
10 Grosvenor Street, London W1 (the "Lease")

Amount secured by the mortgage or charge

The whole or any part of the rent reserved by the Lease or any money
(including interest) payable pursuant to the Lease or any expense incurred
by Hammerson Group Management Limited or due to Hammerson Group Management
Limited in consequence of any failure by London Diversified Fund
Management (UK) Limited to observe and perform the covenants and
obligations of and the conditions binding the London Diversified Fund
Management (UK) Limited contained in the Lease

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

Hammerson Group Management Limited of 100 Park Lane, London

Postcode W1K 7AR

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

Herbert Smith LLP

Exchange House, Primrose
Street, London, EC2A 2HS,
Reference

For official Use (02/00)

Mortgage Section

Post room

A12
COMPANIES HOUSE153
26/10/2005

Time critical reference

Short particulars of all the property mortgaged or charged

All interest from time to time standing to the credit of an interest bearing account opened in the name of Hammerson Group Management Limited with a bank or other institution of Hammerson Group Management Limited's choosing or such other account or fund on the money market as Hammerson Group Management Limited from time to time in its absolute discretion may select in accordance with the provisions of a Rent Deposit Deed dated 20 October 2005 and made between (1) Hammerson Group Management Limited (2) London Diversified Fund Management (UK) Limited and (3) London Diversified Fund Management LLP wherein is held the Deposit Balance (as that term is defined in the said Rent Deposit Deed)

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 Hart Smith LLP

Date 25/10/05

On behalf of ~~XXXXXXXXXXXXXXXXXXXX~~ [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. 04470767

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF DEPOSIT SUPPLEMENTAL TO AN UNDERLEASE DATED THE 20th OCTOBER 2005 AND CREATED BY LONDON DIVERSIFIED FUND MANAGEMENT (UK) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO HAMMERSON GROUP MANAGEMENT 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 26th OCTOBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31st OCTOBER 2005.

P. Jm.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES