

M**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

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

For official use

Company number

CHFP025

Please do not
write in
this margin

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

*insert full name
of Company

Name of company

* CYDEN LIMITED

[2] [1] [1]

4470941

Date of creation of the charge

5 November 2004

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

Debenture

Amount secured by the mortgage or charge

All present and future moneys, obligations and liabilities owed by the Company to the Lenders, whether actual or contingent and whether owed jointly or severally, as principal or surety and/or in any other capacity whatsoever under or in connection with the Debenture or a loan agreement dated 5 November 2004 entered into between the Company, Ludgate Investments Limited (as agent) and the Lenders.

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

See attached schedule (the "Lenders")

for further details of charges see form 2-1-1

Postcode

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

Edwards Geldard
Dumfries House
Dumfries Place
Cardiff
CF10 3ZF

AW/301900.2

Time critical reference

For official Use
Mortgage Section

Post room



A42
COMPANIES HOUSE

0414
12/11/04

Short particulars of all the property mortgaged or charged

1. The Debenture charges all present and future assets of the Company., ,
2. It creates first fixed charges over all future acquired freehold,
leasehold or common hold properties and all present and future interests in
freehold and leasehold property., , 3. It creates first fixed charges over
all of the present and future assets of the Company of the following
types:, (a) stocks, shares, loan capital, bonds and other securities and
investments of any kind;; (b) rights, licences, guarantees, rents,
deposits, contracts, covenants and warranties relating to any property;;
(c) goodwill and uncalled capital;; (d) plant, machinery and equipment of
any kind;; (e) intellectual property of any kind;; (f) debts and claims
of any kind;; (g) any credit balance with any bank, financial institution
or other person., , 4. It assigns by way of first fixed mortgage all
interest in any present or future policies of insurance and any claims or
recoveries thereunder.,

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this margin

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Particulars as to commission allowance or discount (note 3)

Nil

Signed

Edwards Geldard

Date

11/11/04

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

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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

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company Number

4470941

Name of Company

CYDEN LIMITED

Limited*

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

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

- Please do not write in this binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

5. It also creates a first floating charge over all other present and future assets and undertaking of the Company.

6. The Debenture also contains a covenant by the Company that it will not, without the prior written consent of the Lenders, create or purport to create or permit to subsist any security interest of any kind over any of the present or future assets or undertaking of the Company other than that created by a debenture dated 21 August 2003 granted by the Company in favour of HSBC Bank plc.

Please complete
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bold block lettering

Schedule

The Lenders

Name	Address
Ronald John Petersen	Picket Piece Hale Lane Wendover Bucks HP22 6NQ
Robin William Finlayson	24 Murrayfield Gardens Edinburgh EH12 6DF
Thomas Edward Beckett	Thurning Mill Briston Norfolk NR24 2LL
Alexander John Beckett	c/o Thurning Mill Briston Norfolk NR24 2LL
Robert Douglas Beckett	c/o Thurning Mill Briston Norfolk NR24 2LL
Matthew Joylon Armitage	c/o Le Moulin De La Crouzille Toutoirac Hautfort Dordogne 24390 France
Peter Beckett	Combermere Abbey Whitchurch Shropshire SY13 4AJ
Daveney Limited	Barnham Broom Hotel Barnham Broom Norwich Norfolk NR9 4DD

Robert Miller	Home Farm Houghton Kings Lynn Norfolk PE31 6TY
Anthony Jonathan Weir Powell and Stephanie Thornhill Powell	Creake House, North Creake Fakenham Norfolk NR21 9LE
Lady Lesley Rudd	Shirley House Shirley Derbyshire D6 3AZ
Sir Nigel Rudd	Shirley House Shirley Derbyshire D6 3AZ
Edward Thomas Rudd	38 Manchuria Road London SW11 6AE
Catherine Rudd	38 Manchuria Road London SW11 6AE
Alan Albert	Conniston Park Drive Blundelsands Great Crosby Liverpool L23 6TN
David Jessop	1 Glebe Meadow Mickle Trafford Chester CH2 4QX
Pauline Jessop	1 Glebe Meadow Mickle Trafford Chester CH2 4QX

Flora Robinson Hambro	c/o JO Hambro Investment Management 21 St James Square London SW1Y 4HB
Jonathan Christopher Hambro	c/o JO Hambro Investment Management 21 St James Square London SW1Y 4HB
Rupert Hambro & Partners Limited	54 Jermyn Street London SW1Y 6LX
Christopher Outram	1 Dorville Crescent London W6 OHH
Stewart Newton	c/o Sussex Trading Services LLP 6 th Floor, Elizabeth House 39 York Road London SE1 7NQ
Caledonian Heritable Limited	4 Hope Street Edinburgh EH2 4DB
Bury Fitzwilliam-Lay LLP	Hungerford Office Hungerford Nr Craven Arms Shropshire SY7 9HG
Croesus Investors LLC	1 Main Street Unit 14 Brooklyn NY 11201 United States of America

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04470941

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 5th NOVEMBER 2004 AND CREATED BY CYDEN LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO RONALD JOHN PETERSON, ROBIN WILLIAN FINLAYSON, THOMAS EDWARD BECKETT FOR FURTHER DETAILS OF CHARGEES SEE FORM 395 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 NOVEMBER 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th NOVEMBER 2004.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

P. Pam.