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## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

134630/13

# 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

1111

04487586

Name of company

\* Newfield Petroleum UK Limited ("Tenant")

Date of creation of the charge

25 January 2007

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

Rent Deposit Deed

Amount secured by the mortgage or charge

(a) all sums due under a lease dated 25 January 2007 made between (1) Sun Life Assurance Society Plc ("Landlord") and (2) the Tenant relating to the property known as Third Floor, 17/17A Hanover Square and 301/307 Oxford Street, London W1 and which are payable to or recoverable by the Landlord or in respect of which the Landlord is entitled to be indemnified by the Tenant (including without limitation rent, service charges, insurance premiums or contributions to the cost of insurance of such property, interest, outgoings and VAT); and

(b) all claims, demands, damages, liabilities, awards, losses, costs, fees and expenses (on a full indemnity basis) arising out of or incidental to any breach by the Tenant of its obligations in such lease or in the rent deposit deed; and

(c) loss of mesne profits and other losses arising in consequence of a forfeiture or disclaimer of such lease; and

(d) all expenses properly incurred by the Landlord in opening, maintaining and operating the Account.

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

Sun Life Assurance Society Plc whose registered office is at 5 Old Broad Street, London ("Landlord").

Postcode EC2N 1AD

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

DLA Piper UK LLP  
3 Noble Street  
London  
EC2V 7EE

Ref: EK/73125/120217/12643855.1

Time critical reference

For official Use (06/2005)  
Mortgage Section

Post room

SATURDAY



A37

\*AY27OMKB\*

27/01/2007

COMPANIES HOUSE

505

By way of charge with full title guarantee:

- (a) the initial rent deposit paid by the Tenant to the Landlord under the terms of the rent deposit deed being Four hundred and ninety-six thousand eight hundred and seventeen pounds and two pence (£496,817.02); and
- (b) all sums that may be paid to the Landlord under the terms of the rent deposit deed; and
- (c) all the interest of the Tenant in the single interest bearing account opened or to be opened by the Landlord or any similar account with another bank as the Landlord may open at any time for the purposes of the rent deposit deed ("Account")

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



Date 26 January 2007

On behalf of ~~XXXXXX~~ [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. 04487586

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT RENT DEPOSIT DEED DATED THE 25th JANUARY 2007 AND CREATED BY NEWFIELD PETROLEUM UK LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO SUN LIFE ASSURANCE SOCIETY PLC 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 27th JANUARY 2007.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st FEBRUARY 2007.



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES