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CHFP004

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of company**COMPANIES FORM No. 395****Particulars of a mortgage or charge****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

1

04802866

Name of company

* COLERIDGE (NO. 24) LIMITED

Date of creation of the charge

23 JULY 2003

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

LEGAL CHARGE CONTAINING FIXED AND FLOATING CHARGES

Amount secured by mortgage or charge

All sums of money owed and all liabilities or obligations to be carried out to BoS at any time and from time to time by the Company whether:

- (i) they arise before or after the Bank has demanded that they are repaid or carried out;
- (ii) they are owed or to be carried out immediately or only after a stated event has occurred;
- (iii) the Company owes or is to carry them out on his own or jointly with any other persons;
- (iv) the Company owes or is to carry them out on his own account or as guarantor for other persons together with interest upon them and expenses relating to them.

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

The Governor and Company of the Bank of Scotland ("BoS")

Legal Services, 2 Castle Terrace, Edinburgh

Postcode EH1 2YA

Presentor's name address and
reference (if any):Burgess Salmon
Narrow Quay House
Narrow Quay
Bristol
BS1 4AH CW11/12372.272

Time critical reference

For official Use
Mortgage Section

Post room



Peapod Solutions Ltd.

Short particulars of all the property mortgaged or charged

All the leasehold property known as 67-75 (odd numbers) Kingsway, London WC2 described in a lease dated 22 July 2003 made between Helical Properties (Kingsway) Limited and Helical Properties (Kingsway) No. 2 Limited (1) and Coleridge (No. 24) Limited (2) and other charges of the Company as specified in the attached schedule, which also contains covenants by and restrictions on the Company which protect and further define the charges and must be read as one with such charges.

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

Particulars as to commission allowance or discount (note 3)

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.
(See Note 5)

Signed

Budges Salmon

Date 29 July 2003

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

[†] 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, DX: 33050 Cardiff

Particulars of a charge

Name of Company: Coleridge (No. 24) Limited

Number of Company 04802866

SCHEDULE OF CHARGES, COVENANTS AND RESTRICTIONS

contained in a Legal Charge in favour of BoS dated 23 July 2003

Charges

- 1 by way of legal mortgage all the leasehold property known as 67-75 (odd numbes) Kingsway, London WC2 described in a lease dated 22 July 2003 made between Helical Properties (Kingsway) Limited and Helical Properties (Kingsway) No. 2 Limited (1) and Coleridge (No. 24) Limited (2)
- 2 by way of fixed charge over all buildings and other structures on, and items fixed to, the Property;
- 3 by way of fixed charge over any goodwill relating to the Property or in the business or undertaking conducted at the Property;
- 4 by way of fixed charge over all plant, machinery and other items affixed to and forming part of the Property on or at any time after the date of this Charge;
- 5 by way of floating charge over all unattached plant, machinery, chattels and goods now or at any time after the date of this Charge on or in or used in connection with the Property or the business or undertaking conducted at the Property;
- 6 by way of legal assignment the rents arising out of the Property together with the benefit of all rights and remedies of the Company;
- 7 by way of fixed charge the proceeds of any claim made under any insurance policy relating to any of the property charged under this Charge.

Restriction on charges and disposals

- 1 The company may not without the prior written consent of the Bank create or attempt to create or allow to be created or to exist (whether by a specific agreement imposed by rule of law or Act of Parliament) any charge or lien of any kind over the Property.
- 2 The company may not without the prior written consent of the Bank or anyone else who is the proprietor of this Charge sell, transfer, lease or otherwise dispose of all or any part of the Property, whether at law or in equity.

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04802866

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 23rd JULY 2003 AND CREATED BY COLERIDGE (NO.24) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th JULY 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4th AUGUST 2003.

[Handwritten signature]



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —