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## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

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

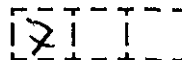
\*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



05000036

Name of company

\* Bell Investments (UK) Limited

Date of creation of the charge

15th August 2005

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

Debenture

Amount secured by the mortgage or charge

All money, obligations and liabilities due owing or incurred from or by the company to Cheshire Building Society from time to time together with costs and legal expenses (on a full indemnity basis) incurred by Cheshire Building Society and arising from the said Society perfecting or enforcing or attempting to enforce this debenture and any part of it.

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

Cheshire Building Society, Castle Street, Macclesfield, Cheshire,

Postcode SK11 6AF

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

Daniels Solicitors  
County Chambers  
6/8 Chestergate  
Macclesfield  
SK11 6BA

For official Use (02/00)  
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

- 1) by way of legal mortgage such leasehold and freehold property which belongs to the Borrower from time to time and the proceeds of the sale thereof, together with all fixtures and fittings therein or thereon;
- 2) by way of fixed charge all the uncalled capital for the time being of the Borrower;
- 3) by way of fixed charge all the plant, machinery, vehicles, office equipment, intellectual property (including any registered designs and trade marks), goodwill (including all rights in business or trade names or product or brand names) contracts, deposits and book debts present and future belonging due or owing to the Borrower, provided that such book debts shall be paid into a bank account previously approved of in writing by the Society and that the Borrower shall not without the prior written consent of the Society charge or assign or purport to charge or assign the same in favour of any other person and shall if called upon by the Society execute a legal assignment of such book debts to the Society;
- 4) by way of a floating charge all the undertaking, property and assets of the Borrower, both present and future, other than the property and assets which are effectively charged by way of fixed charge under this Debenture.

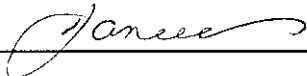
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**Please complete legibly, preferably in black type, or bold block lettering**

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

18 August 2005

On behalf of ~~[company]~~ [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. 05000036

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 15th AUGUST 2005 AND CREATED BY BELL INVESTMENTS (UK) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CHESHIRE BUILDING SOCIETY WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th AUGUST 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25th AUGUST 2005.

*pm*



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES