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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

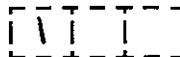
A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



05047057

Name of company

* A&D HOPE (RETAIL) LIMITED ("the Tenant")

Date of creation of the charge

23 April 2004

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

Rent Deposit Deed ("the Deed") between (1) PWCR Stevenage Limited ("the Landlord") and (2) the Tenant

Amount secured by the mortgage or charge

Payment to the Landlord of the Liabilities.

Definitions:

"Liabilities" means:

(i) rent, service charges, insurance premiums or other contribution to the cost of insurance of the Premises, outgoings, interest, value added tax and other payments payable to or recoverable by the Landlord, and/or in respect of which the Landlord is entitled to be indemnified by the Tenant under the Lease, whether or not reserved by way of rent, and whether or not formally demanded;

Continued on Page 2 of Continuation Sheet 1

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

PWCR Stevenage Limited
11/12 Wigmore Place, London

Postcode W1U 2LU

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

Olswang
90 High Holborn
London
WC1V 6XX
Ref: MJJ/TEW/7438.77

For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

The Tenant's interest in all monies standing to the credit of the Account including all interest accruing thereto.

Definition:

"Account" means the bank deposit account opened at a United Kingdom clearing bank operated in accordance with the 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)

Nil

Signed

Date

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

A fee of £10 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 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

05047057

Name of Company

A&D HOPE (RETAIL) LIMITED

("the Tenant")

~~XXXXXX~~

* delete if
inappropriate

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

- (ii) claims, demands, damages, losses, costs and expenses (including without limitation liability for dilapidations) arising out of or incidental to breach by the Tenant of the covenants and conditions in the Lease, or of obligations in the Deed; and
- (iii) if the Lease is forfeited or disclaimed, rent, service charges, value added tax and other monies which would have been payable if the Lease had remained in existence and losses arising in consequence of the forfeiture or disclaimer of the Lease;

but excluding any sums or matters which would otherwise be Liabilities but which are unascertained or unquantified at the date the balance is paid in accordance with clause 3.3.2 PROVIDED THAT sums or matters are not to be treated as unascertained or unquantified because the Tenant disputes the amount if the claim has been ascertained or quantified or estimated by the Landlord in good faith and in the reasonable and proper belief of its correctness.

"Lease" means the lease between (1) the Landlord and (2) the Tenant of 40 Queensway, Stevenage, Herts dated 23 April 2004.

"Premises" means the premises let by the Lease.

Ref: MJJ/TEW/7438.77

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05047057

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 23rd APRIL 2004 AND CREATED BY A & D HOPE (RETAIL) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO PWCR STEVENGAE 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 1st MAY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6th MAY 2004.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

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