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

*insert full name
of Company

COMPANIES FORM No. 395

431550/26.

Particulars of a mortgage or charge

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

[6] [] [] []

5154979

Name of company

* Echo Buildings Limited (the "Company")

Date of creation of the charge

24 July 2008

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

Mortgage Debenture (the "Mortgage Debenture")

Amount secured by the mortgage or charge

All monies due, owing or incurred by and other liabilities of the Company to the Bank the payment and discharge of which are the subject of covenants, undertakings and agreements contained in the Mortgage Debenture PROVIDED THAT no obligation or liability shall be included in the definition of "Secured Obligations" to the extent that, if it were so included, the Mortgage Debenture (or any part thereof) would constitute unlawful financial assistance within the meaning of Sections 151 and 152 of the 1985 Act and in respect of which the appropriate procedures in accordance with Sections 155-158 of the 1985 Act have been complied with,

(the "Secured Obligations")

(all definitions are given at addendum 3 of the continuation sheet)

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

AIB Group (UK) p.l.c whose registered office is at 4 Queen's Square,
Belfast (the "Bank")

Postcode BT1 3DJ

Presenter's name address and
reference (if any)

Dickinson Dees LLP
St Ann's Wharf
112 Quayside
Newcastle upon Tyne
NE99 1SB

AH7/ECH/5/62 (8890072)

Time critical reference

For official Use (02/06)

Mortgage Section

Post room

TUESDAY



AVYTW271

A23

12/08/2008

138

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Company hereby charges with full title guarantee to the Bank for the payment and discharge of the Secured Obligations:

1. By way of legal mortgage all that land situate at and known as The Echo Building, West Wear Street, Sunderland, Tyne & Wear, SR1 1XD as registered at the Land Registry with Title Number TY53840 and all buildings, fixtures (including trade fixtures) and fixed plant and machinery owned by or charged to the Company and from time to time on such freehold property (together "the Legally Mortgaged Property") and/or the proceeds of sale of the Legally Mortgaged Property,

2 By way of fixed equitable charge all estates or interests in any freehold and leasehold property now or at any time during the continuance of the security created by the Mortgage Debenture belonging to or charged to the Company and all licences now or hereafter held by the Company to enter upon or use land and the benefit of all other agreements relating to land to which the Company is or may become a party or otherwise entitled and all buildings,

Contd/

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 *Dickson Dees LLP*

Date *11 August 2008*

On behalf of [company] ~~XXXXXXXXXXXX~~ †

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**

Name of company

*insert full name
of Company

* Echo Buildings Limited (the "Company")

Addendum 1/4

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

Addendum 2/4

2 Amount due or owing on the mortgage or charge (continued)

Addendum 3/4

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

In this Form 395 the following words and expressions have the following meanings

"Receiver" any person (or persons) appointed to be a receiver of the Charged Property or any part or parts thereof by writing under the hand of any officer or manager of the Bank,

"1985 Act" the Companies Act 1985 as supplemented and amended by the Companies Act 1989

Addendum 4/4

4 Short particulars of all the property mortgaged or charged (continued)

fixtures (including trade fixtures) and fixed plant and machinery owned by the Company and from time to time on or in any freehold or leasehold property an interest in which is charged hereunder (together "the Equitably Charged Property") and/or the proceeds of sale of the Equitably Charged Property,

3 By way of fixed charge:

3 1 all balances standing to the credit of any current, deposit or other account of the Company with the Bank (including, inter alia, any account with the Bank designated a realisations account for the proceeds of disposal of any of the assets of the Company) or with other bankers, financial institutions or similar third parties ("the Credit Balances"),

3 2 all stocks, shares and/or other securities in any other body corporate whether or not certified (together "the Securities") now or at any time during the continuance of the security created by the Mortgage Debenture belonging to the Company (including, without prejudice to the generality of the foregoing, loan capital, indebtedness or liabilities on any account or in any manner owing to the Company) and all rights in respect of or incidental to the Securities,

3 3 the goodwill and the uncalled capital of the Company now or at any time hereafter in existence and future calls (whether made by the direction of the Company or a Receiver, an administrator or a liquidator) and the licences, patents, patent applications, trade names and rights in trademarks, copyrights, whether registered or not, rights in the nature of copyright, registered designs, know how, inventions, rights in confidential information, service marks and all other intellectual property rights now or at any time during the continuance of the security created by the Mortgage Debenture belonging to the Company (together the "Goodwill and Intellectual Property"),

Company number

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3.4. all plant, machinery, vehicles, computers and office and other equipment now or at any time during the continuance of the security created by the Mortgage Debenture belonging to the Company other than insofar as it is part of the Company's stock in trade (together "the Equipment"), and

4 By way of floating charge its undertaking and all its other property, assets and rights whatsoever and wheresoever present and/or future, including those expressed as charged by way of fixed charge if, and to the extent that, such charge may fail (whether by virtue of the laws of England and Wales or the laws of any other jurisdiction in which the relevant property, asset or right is located or to which it is subject) for any reason to operate as a fixed charge (hereinafter called "the Property charged by way of Floating Charge"),

(together the "Charged Property").

NB The Company covenants with the Bank not to create any mortgage, charge or other security over all or any part of the Charged Property or any interest therein without the consent in writing of the Bank



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 5154979
CHARGE NO. 6**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A MORTGAGE DEBENTURE DATED
24 JULY 2008 AND CREATED BY ECHO BUILDINGS LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO AIB GROUP (UK) PLC ON ANY ACCOUNT
WHATSOEVER 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 12 AUGUST 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13 AUGUST 2008

D See.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES