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CHFP025

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legibly, preferably
in black type, or
bold block lettering

*insert full name
of Company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

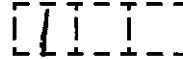
A fee of £13 is payable to Companies House in respect
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



5563965



395

Name of company

* C.G.I.S. Birtley Limited (the "Company")

Date of creation of the charge

16 December 2005

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

Fiftieth Supplemental Trust Deed dated 16 December 2005 made between
C.G.I.S Group Limited, C.G.I.S. City Plaza Shares Limited, the Company,
C.G.I.S. Fenton Limited, C.G.I.S. Marsh Road Limited and the Trustee,
supplemental to, inter alia, a trust deed (the "Principal Deed") dated 14
September 1994 (continued at Addendum 1/4),

Amount secured by the mortgage or charge

The principal of and interest on the Original Stock, the New Stock and all
other monies payable or to become payable under or pursuant to or secured
or intended to be secured by these presents.

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

Law Debenture Trustees Limited
Fifth Floor, 100 Wood Street, London

Postcode EC2V 7EX

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

Norton Rose, Kempson House,
Camomile Street, London EC3A
7AN

SLM/AA89742

Time critical reference

For official Use (02/00)
Mortgage Section

Post room



LD4
COMPANIES HOUSE

L8Y6WBCC
218
23/12/2005

Short particulars of all the property mortgaged or charged

1 The Company has charged with full title guarantee in favour of the Trustee by way of first legal mortgage with the payment to the Trustee the leasehold property known as land and buildings on the west side of Mary Avenue, Birtley, County Durham as shown edged red in the plan annexed hereto marked 'Plan A' and 'Plan B' together with all buildings and erections and fixtures (including trade fixtures) and fittings and fixed plant and machinery for the time being thereon belonging to the aforementioned property and all improvements and additions thereto subject to and with the benefit of all the existing leases, underleases, tenancies, agreements for lease, rights, covenants and conditions affecting the same but otherwise free from encumbrances.

Please do not write in this margin

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

2 The Company has charged with full title guarantee in favour of the Trustee by way of first ranking floating charge with the payment to the Trustee its undertaking and all its property, assets and rights, present and future, wheresoever situated (including any uncalled capital).

As used herein, the following terms shall have the following meanings:

"Further Stock" means any further first mortgage debenture stock which may be created and issued by C.G.I.S. Group Limited pursuant to the Principal Deed or, as the case may be, the amount thereof for the time being issued and outstanding; (continued at Addendum 4/4)

Particulars as to commission allowance or discount (note 3)

Nil

Signed

Norton Rose

Date 22/12/05

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)

Notes

[†] delete as appropriate

- 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

M395 Continuation

Company number

5563965

Name of company

* insert full name
of company

* C.G.I.S. Birtley Limited (the "Company")

Addendum 1/4

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

made between C.G.I.S Group Limited (then known as Burford Group PLC), Burford Acquisitions Limited, Burford (1994) Limited and the Trustee (then known as L.D.C. Trustees Limited).

Addendum 2/4

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

M395 Continuation

Company number

5563965

Name of company

* insert full name
of company

* C.G.I.S. Birtley Limited (the "Company")

Addendum 3/4

3. Names, addresses and description of the mortgagees or persons entitled to the charge (continued)

Company number

5563965

Name of company

* insert full name
of company

* C.G.I.S. Birtley Limited (the "Company")

Addendum 4/4

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

"New Stock" means the £45,999,570 9 5/8 per cent. First Mortgage Debenture Stock 2019 of C.G.I.S. Group Limited created by resolution of its board of directors passed on 13 October 1994 or, as the case may be, the amount thereof for the time being issued and outstanding;

"Original Stock" means the £100,000,000 9 5/8 per cent. First Mortgage Debenture Stock 2019 of C.G.I.S. Group Limited created by resolution of its board of directors passed on 1 September 1994 or, as the case may be, the amount thereof for the time being issued and outstanding;

"these presents" means the Principal Deed and the schedules thereto, any deed expressed to be supplemental thereto and the schedules (if any) thereto (including any deed constituting or securing any Further Stock) and any other deed or instrument conferring rights on the Trustee or to which it may be a party executed or entered into pursuant to the Principal Deed or any deed supplemental thereto; and

"Trustee" means Law Debenture Trustees Limited (formerly known as L.D.C. Trustees Limited) or other the trustee or trustees for the time being of these presents.



TITLE NUMBER
TY419406

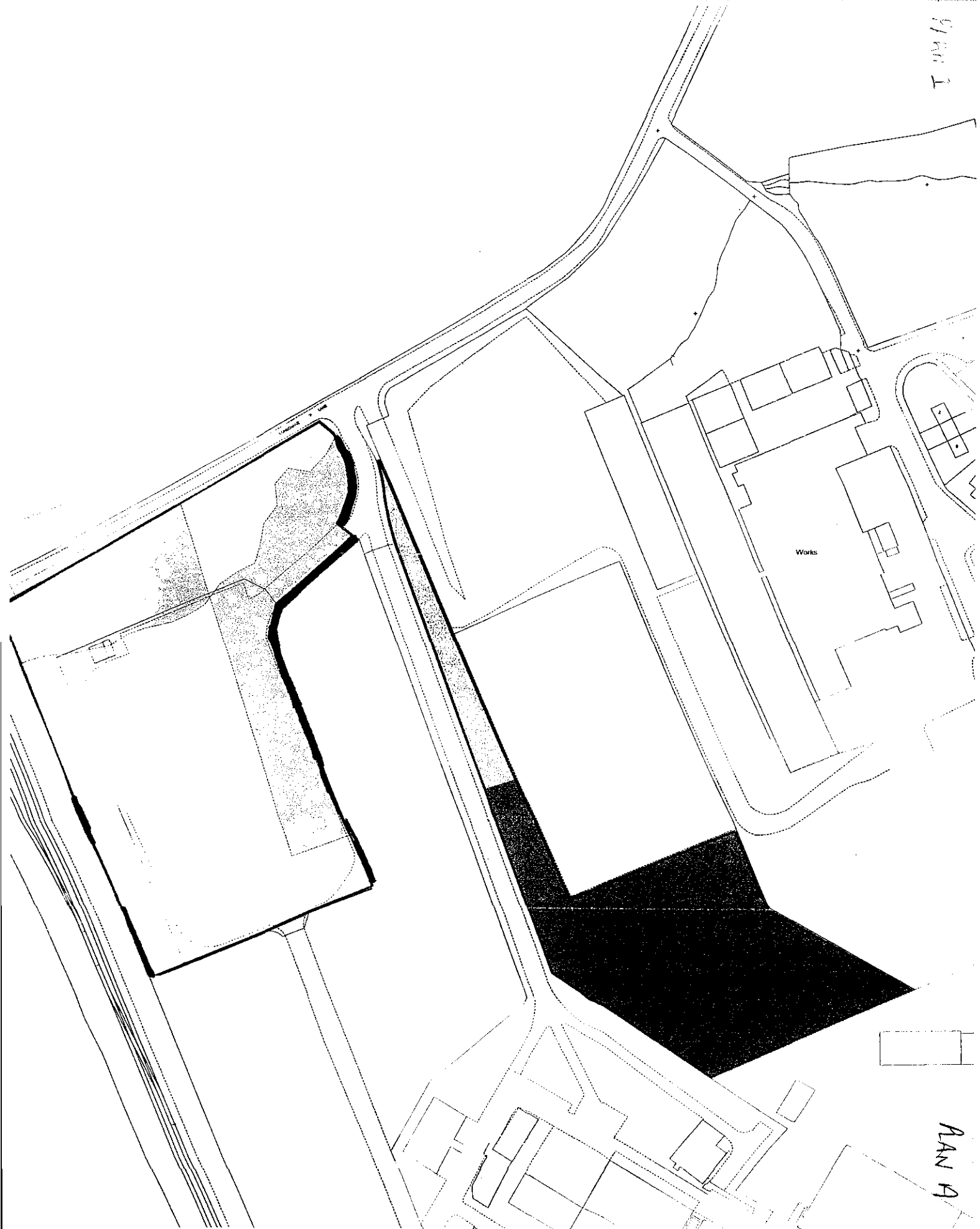
TYNE AND WEAR : GATESHEAD

ORDNANCE SURVEY MAP REFERENCE:

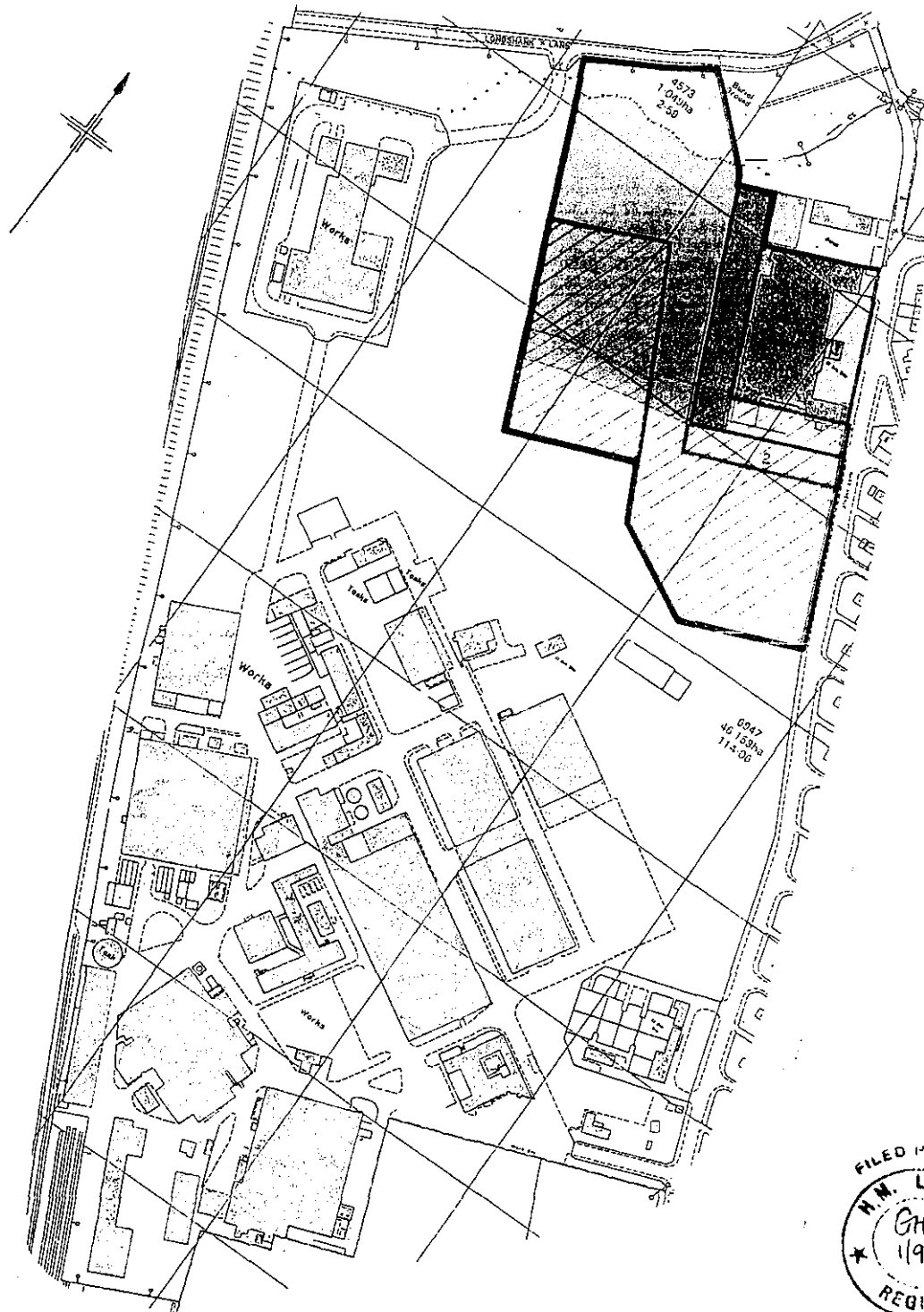
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H.M. LAND REGISTRY		TITLE NUMBER TY 347159
ORDNANCE SURVEY PLAN REFERENCE	NZ 2656	Scale 1/2500
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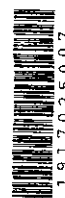
This title plan shows the general position of the boundaries; it does not show the exact line of the boundaries. Measurements scaled from this plan may not match measurements between the same points on the ground. For more information see Land Registry Public Guide 7 - Title Plans.

This official copy shows the state of the title plan on 4 July 2005 at 15:34:45. It may be subject to distortions in scale.

Under s.67 of the Land Registration Act 2002, this copy is admissible in evidence to the same extent as the original, issued on 4 July 2005.

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PLAN 43

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05563965

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIFTIETH SUPPLEMENTAL TRUST DEED DATED THE 16th DECEMBER 2005 AND CREATED BY C.G.I.S. BIRTLEY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO LAW DEBENTURE TRUSTEES 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 23rd DECEMBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5th JANUARY 2006.

pm



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES