

# M

CHFP041

COMPANIES FORM No. 395

## 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.

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)

Name of company

\*Modus Alpha General Partner Limited ("the Company")

Date of creation of the charge

14 July 2006

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

Charge Over Shares

Amount secured by the mortgage or charge

04  
10

All monies obligations and liabilities whatsoever whether for principal interest or otherwise in whatever currency which may now or at any time in the future be due or owing or incurred by the Modus Alpha Property Partners Limited Partnership acting through its General Partner the Company ("the Chargor") to the Leeds Building Society ("the Chargee") under the terms of the Facility Letter (as defined in the Charge Over Shares) and/or the Charge Over Shares whether actual or contingent and whether alone or severally or jointly as principal guarantor surety or otherwise and in whatever name or style and whether on any current account or in any other manner whatsoever.

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

Leeds Building Society  
105 Albion Street  
Leeds, West Yorkshire

Postcode LS1 5AS

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

Gordons LLP  
Riverside West, Whitehall  
Road  
Leeds  
West Yorks LS1 4AW  
DX 729680 - Leeds 68

Time critical reference

For official use (02/2006)  
Mortgage Section

Post room



**Short particulars of all the property mortgaged or charged**

The Chargor with full title guarantee (with the intent that the security so constituted shall extend to all beneficial interests of the Chargor in the Charged Property (as defined in the Charge Over Shares) and to any proceeds of sale or other realisation of the Charged Property or any part of it) and as continuing security for the payment and discharge of the Secured

Liabilities (as defined in the Charge Over Shares) charges:

a) all present and future stocks, shares and other securities owned (in law or in equity) by the Chargor all rights and interests accruing or offered at any time in relation to them and uninvested cash, comprising the Chargor's portfolio of investments held in:

- i) Modus Alpha Nominees (No.9) Limited (company number 5717812) 1 share
- ii) Modus Alpha Nominees (No.10) Limited (company number 5713160) 1 share

b) all stocks shares warrants or other securities rights dividends interest or other property whether of a capital or income nature accruing offered issued or deriving at any time by way of dividend bonus redemption exchange purchase substitution conversion consolidation subdivision preference option or otherwise attributable to any of the Share and Securities ( as defined in the Charge Over Shares) or any Derivative Assets previously described.

Please do not write in this margin

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

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

† Delete as appropriate

Particulars as to commission allowance or discount (note 3)

Signed Gordon LLP

Date 28-07-2006

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

**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 are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:- Companies House, Crown Way, Cardiff CF4 3UZ.

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05622821

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER SHARES DATED THE 14th JULY 2006 AND CREATED BY MODUS ALPHA GENERAL PARTNER LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO LEEDS BUILDING SOCIETY 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 29th JULY 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd AUGUST 2006.

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*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES