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

*insert full name
of Company

COMPANIES FORM No. 395

159617/13

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

1511

5684476

Name of company

* Rothmann & Cie Tep Uk 2 limited

Date of creation of the charge

12th March 2008

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

Assignment of Life Policies

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland International Limited of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland International Limited
PO Box 62, Royal Bank Place, 1 Glatigny Esplanade,
St Peter Port, Guernsey

Postcode GY1 4BQ

Presentor's name address and
reference (if any)

Davis Blank Furniss
Church House
90 Deansgate
Manchester
M3 2QJ

ROY43/2664 LM

Time critical reference

For official Use (06/2005)
Mortgage Section

Post room

THURSDAY



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ALUFUXZU

13/03/2008

COMPANIES HOUSE

428

Short particulars of all the property mortgaged or charged

The policies of life assurance or endowment listed on the attached schedule ("the policies") together with all money that may become payable under the policies and all premiums

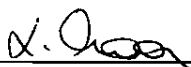
Note - The Assignment contains covenants by the Company with the Royal Bank of Scotland International Limited not without the Bank's prior written consent to assign or deal with the policies or create or permit to arise any mortgage charge or lien on the policies.

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)

Signed



Date 12th March 2008

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

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

† 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

Security Schedule

Life Office	Policy Number	Lives assured
Sun Life (AXA)	8331407	Gaughan
Scottish Amicable	474WC111	Williams
Friends Provident	8964966	Humphreys
Legal & General	8238618	Paton



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 5684476
CHARGE NO. 51**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN ASSIGNMENT OF LIFE POLICIES
DATED 12 MARCH 2008 AND CREATED BY ROTHMANN & CIE.
TEP UK 2 LIMITED FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF
SCOTLAND INTERNATIONAL LIMITED ON ANY ACCOUNT
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1
PART XII OF THE COMPANIES ACT 1985 ON THE 13 MARCH
2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 MARCH 2008



Companies House
— for the record —

P. well



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES