Please do not write in this margin

Please complete 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 1006/13 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)

Name of company

Broomco (4009) Limited ("Chargor")

Date of creation of the charge

16 August 2006

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

A legal charge dated 16 August 2006 ("Charge") between (1) the Chargor and (2) Barclays Bank PLC ("Lender")

For official use

Company number

5780320

DEED OF CHARGE OVER CREDIT BALANCES

Amount secured by the mortgage or charge

The Chargor charges by way of first fixed charge all Deposits in any currency which includes all or any part of the money payable pursuant to such Deposits (and the debt(s) represented thereby), together with all interest from time to time accruing thereon, as security for the payment of all money and the discharge of all liabilities as at the date of the Charge or at any time thereafter due, owing or incurred to the Lender by the Chargor in respect of any obligation howsoever incurred to the Lender by the Chargor in whatsoever manner and whether actually or contingently and whether alone or together with another or others and whether as principal or surety and in whatsoever name or style, together with interest, discount, commission and all other charges, costs and expenses for which the Chargor may be or become liable to the Chargor ("Secured Sums") in respect of the bonds, guarantees and/or indemnities facility of up to £1,087,600 pursuant to a facility letter dated 16 August 2006 ("Facility").

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

Barclays Bank PLC, 1 Churchill Place, London

Postcode E14 5HP

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

DLA Piper Rudnick Gray Cary UK LLP 3 Noble Street London EC2V 7EE

KLB/91890/120001/10913315.1

Time critical reference

For official Use (06/2005) Mortgage Section Post room **COMPANIES HOUSE** 04 69 06 *LMEM3ID5* 273 LD2 29/08/2006 **COMPANIES HOUSE**

The Chargor with full title guarantee charges by way of fixed charge as continuing security for the payment or discharge of the Secured Sums all sums of money in any currency:

- (a) deposited or paid by the Chargor as at the date of the Charge or at any time thereafter to the credit of the Accounts (if any) with the Lender and/or (where the context permits) any additional and/or substitute accounts hereafter opened with the Lender for the deposit or holding of all or part of the money or interest subject to the Charge;
- (b) deposited or paid by the Chargor with or to the Lender or held by the Lender on the Chargor's behalf pursuant to the Deposit Contracts (if any);
- (c) deposited or paid by the Chargor with or to the Lender or held by the Lender on the Chargor's behalf (whether in an account or otherwise) now or at any time during the currency of the Chargor unless the Lender agrees in writing before such deposit or payment is made that it shall not be subject to the Charge (provided that this paragraph shall not extend to any money in any current account); and
- (d) representing the renewal or replacement of or for any sums deposited or paid or held as set out in the foregoing paragraphs;

(continued)

Particulars as to commission allowance or discount (note 3)

Nil

Signed DLA Pyo Rudnich Gray Cary UNLLADate 29/08/57

Notes

- 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.
- A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 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.
- 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

Please do not write in this margin

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



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

† delete as appropriate

#395 Continuation

Company number 5780320

*insert full name of Company

Name of company

Broomco (4009) Limited ("Chargor")

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 description of the mortgages or persons entitled to the charge (continued)

Addendum 4/4

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

and, in each case, whether such money has been deposited or paid on behalf of the Chargor jointly with another or others and whether any such account is opened in the name of the Chargor or the Lender or otherwise.

Clauses (a) - (d) together the "Deposits" and each a "Deposit".

NOTES

Note 1

The Charge contains a power of attorney in favour of the Lender.

Note 2

No security (other than the Charge) is permitted to exist over the Deposits.

Note 3

This security shall be a continuing security notwithstanding any intermediate payments or settlement of accounts or other matters whatsoever and shall be in addition to and shall not prejudice or be prejudiced by any rights of set-off, combination, lien or other rights exercisable by the Lender against the Chargor or by any securities, guarantees, indemnities and/or negotiable instruments as at the date of the Charge or at any time thereafter held by the Lender.

DEFINITIONS

"Accounts" means current account number 50489158, Barclays Bank PLC re; Broomco (4009) Limited each and "Account"; and

"Deposit Contracts" means fixed treasury deposit, Barclays Bank PLC re: Broomco (4009) Limited each a "Deposit Contract".

#395 Continuation

	57	780	320)

Name of company

*insert full name of Company

Broomco (4009) Limited ("Chargor")





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05780320

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT DEED OF CHARGE OVER CREDIT BALANCES DATED THE 16th AUGUST 2006 AND CREATED BY BROOMCO (4009) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th SEPTEMBER 2006.

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



