

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.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[4] [] [] []

05895613

Name of company

* INN INVESTMENT LIMITED (the "Chargor")

Date of creation of the charge

22nd December 2006

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

Standard Security

Amount secured by the mortgage or charge

The payment and discharge of all and any monies, obligations and liabilities now or in the future due, owing or incurred by any Obligor to the Finance Parties (or any of them) in whatever currency denominated, whether actually or contingently and whether alone or jointly with any other person and whether as principal or surety under the Finance Documents including all interest, commissions, fees and all legal and other costs, charges and expenses which the Finance Parties (or any of them) may charge any Obligor or incur under any Finance Document.

Words and expressions not defined in this Form 395 shall have the meanings ascribed to them in the Schedule hereto.

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

ANGLO IRISH BANK CORPORATION PLC, 10 Old Jewry, London as security agent and trustee for the Finance Parties (the "Security Agent")

Postcode EC2R 8DN

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

Tods Murray LLP
Edinburgh Quay
133 Fountainbridge
Edinburgh
EH3 9AG

JAF.A00560.1061

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

FRIDAY



SLSD9LYA

SCT

05/01/2007

198

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Inn, 18 Shawton Road, Chapelton, Strathaven.

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)

N/A

Signed Veige Rene for Todd Murray LLP Date 5 January 2007

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)

† 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

This is the Schedule referred to in the foregoing Form 395

"Bankside Facilities Agreement" means the facilities agreement dated 27 November 2006 made between, *inter alia*, Bankside Developments Limited as borrower and Anglo Irish Bank Corporation plc as original lender, arranger, facility agent, security agent and hedge counterparty together with any subsequent variations thereto or replacements or amendments thereof.

"Finance Documents" means the Finance Documents as defined in the Bankside Facilities Agreement and the Finance Documents as defined in the Inn Investment Facilities Agreement.

"Finance Parties" means the Finance Parties as defined in the Bankside Facilities Agreement and the Finance Parties as defined in the Inn Investment Facilities Agreement.

"Inn Investment Facilities Agreement" means the facilities agreement dated 27 November 2006 made between, *inter alia*, the Chargor as borrower and Anglo Irish Bank Corporation plc as original lender, arranger, facility agent, security agent and hedge counterparty together with any subsequent variations thereto or replacements or amendments thereof.

"Obligor" means:-

- (i) Bankside Developments Limited (registered number 4111631);
- (ii) London Town plc (registered number 2287654);
- (iii) the Chargor;
- (iv) Draught Development Limited (registered number 5969627);
- (v) Inn Portfolio (registered number 5969664).

M

COMPANIES FORM No. 398

398

**Notice of registration in
Scotland or Northern Ireland
of a charge comprising property
situate there**

CHFP025

Please do not
write in
this margin

Pursuant to section 398(4) of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

Company number

05895613

Name of company

* INN INVESTMENT LIMITED (the "Chargor")

* insert full name
of company

✓ We, Tods Murray LLP

of Edinburgh Quay
133 Fountainbridge
Edinburgh
EH3 9AG

§ give date and
parties to charge

certify that the charge § being a Standard Security dated 19th December 2006 by the
Chargor in favour of Anglo Irish Bank Corporation PLC as security agent and
trustee

of which a true copy is annexed to this form was presented for registration on 22nd December 2006
in [Scotland] ~~XXXXXXXXXX~~

† delete as
appropriate

Signed *Joyce Gernie for Tods Murray LLP*

Date *5 January 2007*

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

Tods Murray LLP
Edinburgh Quay
133 Fountainbridge
Edinburgh
EH3 9AG

DX ED58 Edinburgh
JAF.A00560.1061

For official Use
Mortgage Section

Post room

Notes

The address for the Registrar of Companies is:-

Companies House
Crown Way
Cardiff
CF14 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05895613

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 22 DECEMBER 2006 AND DATED THE 19th DECEMBER 2006 AND CREATED BY INN INVESTMENT LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM ANY OBLIGOR TO THE FINANCE PARTIES OR ANY OF THEM ON ANY ACCOUNT 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 5th JANUARY 2007.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th JANUARY 2007.

A handwritten signature in ink, appearing to be 'R. J. Jones'.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES