

82274/13

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COMPANIES FORM No. 395

395

CHWP000

Please do not write in this margin

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

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



12th March 2007  
H. Montlake & Co.

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

For official use

Company number

2

05904675

Name of company

\* insert full name of Company

\* Tothill Limited ('the Company')

Date of creation of the charge

1st March 2007

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

Legal Mortgage ('the Mortgage') made between (1) the Company and (2) Charles Lissack ('the Mortgagee')

Amount secured by the mortgage or charge

All money that now is or at any time after the date of the Mortgage may be or become due, owing or incurred from or by the Company to the Mortgagee under or pursuant to demands being made on the Mortgagee by Anglo Irish Asset Finance Plc ('the Bank') pursuant to the guarantee that the Mortgagee will make available to the Company in favour of the Bank ('the Guarantee') and all reasonable legal, administrative and other costs, charges and expenses incurred by the Mortgagee in relation to the Mortgage or in enforcing the security created by the Mortgage and reasonable fees for any work undertaken by the Mortgagee in relation to such enforcement up to a maximum agreeable amount of £300,000 ('the Secured Obligations')

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

Charles Lissack

62 Stratford Road, London

W8 6QA

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

H Montlake & Co, 197 High Road  
Ilford, Essex, IG1 1LX  
Ref: B/ier/35242/L

Time critical reference

For official Use (02  
Mortgage Section



PMO \*PGKFG00K\* 2890  
A46 \*AUXL8NTA\* 498  
A25 \*A1MD8NMR\* 438

Short particulars of all the property mortgaged or charged

The particulars of the property mortgaged or charged by the Mortgage are set out in the continuation sheet attached.

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)

NIL

Signed

*Will Lomas H Marshall*

Date

*5/3/2007*

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 are to 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  
binding margin

## Particulars of a mortgage or charge (continued)

Continuation sheet No 1  
to Form No 395 and 410 (Scot)

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

Company number

**05904675**

*12th March 2007  
H Montlake & Co*

\* delete if  
inappropriate

Name of company

Tothill Limited ('the Company')

Limited \*

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

### 1. Definitions:

1.1 'the Account' means the designated escrow deposit account of the Company with the Mortgagee's Solicitors H Montlake & Co under account number 01103566 and sort code 23-85-81.

1.2 'the Deposit' means, at any time, all of the following credit balances, deposits and interest, in whatever currency denominated, namely:

1.2.1 any credit balance and any deposit on the Account as the same may be redesignated or rearranged or, in the case of any deposits, redeposited from time to time such balance to be limited to a maximum of £300,000;

1.2.2 any amount of interest that may at any time accrue or be accruing on any such account(s) or deposit(s) as are referred to in the above sub-clauses.

2. The Company, with full title guarantee charged by first legal charge the Deposit and all such rights to the repayment of the Deposit as the Company may have under the terms upon which the Deposit is held, or otherwise howsoever, to the Mortgagee.

3. The Company covenanted, except as expressly permitted by the terms of the Mortgage or the facility letter between Broadgate Developments No. 2 Limited and the Bank, not to withdraw any sum from the Account other than in relation to payments of interest due to the Bank ('the Interest Payments') pursuant to the Company's obligations to the Bank in respect of which the Guarantee is given. The Company expressly waived any right it may have to withdraw any such from the Account other than the Interest Payments unless and until the Mortgagee has received payments in the discharge of all the Secured Obligations.

4. Except as provided by clause 3 above the Company covenanted not, without the prior written consent of the Mortgagee, to assign, mortgage, charge, dispose of or otherwise deal with the Deposit or any part of it, except as provided by clause 3, or agree to do any such thing.

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05904675

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 1st MARCH 2007 AND CREATED BY TOTHILL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CHARLES LISSACK UP TO A MAXIMUM AGREEABLE AMOUNT OF £300,000.00 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 6th MARCH 2007.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16th MARCH 2007.

*PDW*



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES