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CHFP025

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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**

AC6040074

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



06111154

Name of company

* YOUNG HERTS HOLDINGS LIMITED (the "Company")

Date of creation of the charge

4 June 2007

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

A charge over shares and floating charge dated 4 June 2007 in relation to
the Facility Agreement (as defined below) between the Company and the
Security Trustee (as defined below) (the "Charge").

Amount secured by the mortgage or charge

All obligations and liabilities of any kind whether present, future or
contingent, express or implied, joint or several, now or hereafter due,
owing or incurred by the Company and Young Herts Limited from time to time
under or in connection with.

a) the facility agreement dated 4 June 2007 between Young Herts Limited as
Borrower, the Company as Holdco, Sumitomo Mitsui Banking Corporation Europe
Limited as agent (the "Agent"), as security trustee, as arranger and as
account bank, the Equity Bridge Banks (as named therein in Part 1 of
Schedule 1), the Term Banks (as named therein in Part 2 of Schedule 1), the
Debt Service Banks (as named therein in Part 3 of Schedule 1) and the
Change in Law Banks (as named therein in Part 4 of Schedule 1) (the
"Facility Agreement");

b) the Charge,

(continued on continuation sheet)

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

Sumitomo Mitsui Banking Corporation Europe Limited, 99 Queen Victoria
Street, London (the "Security Trustee") as trustee for itself and the other
persons defined as Secured Creditors under the Facility Agreement.

Postcode EC4V 4EH

Presenter's name address and
reference (if any)

Norton Rose
3 More London Riverside
London
SE1 2AQ

ANGO/HKV/LN04492/BD#6052563

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

TUESDAY



L6J2QQ5X

LD3

05/06/2007

62

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

1 The Company agrees to create by way of fixed charge over all present and future rights which it has in (a) the shares (as described in the Charge), (b) any rights accruing to, derived from or otherwise connected with the shares (including dividends and proceeds of disposal), and (c) any warrants, options and other rights to subscribe for or otherwise acquire shares

2. The Company agrees to create first floating charges over all of the Company's other present and future assets.

3. The Company undertakes to ensure that, without the agreement of the Security Trustee, no security interest of any kind, no similar arrangement and no contractual right of set-off will exist over any of its present or future assets except for certain limited permitted security interests described in the Debenture.

Definitions

"Secured Creditors" means the Finance Parties and the Hedging Banks (as defined in the Facility Agreement).

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lettering

495

Particulars as to commission allowance or discount (note 3)

Nil.

Signed

Norton Rose

Date 4 June 2007

On behalf of ~~XXXXXX XXXXXX~~ [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 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**.

CHFP025

Particulars of a mortgage or charge (continued)

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

*Please complete
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bold block lettering*

Company Number

06111154

Name of Company

YOUNG HERTS HOLDINGS LIMITED (the "Company")

~~XXXXXX~~

* delete if
inappropriate

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

(as continued)

c) any other document defined as a Finance Document in the Facility Agreement, and

d) any other document designated a Finance Document under the Facility Agreement

***Please complete
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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

*Please complete
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bold block lettering*

*Please complete
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in black type, or
bold block lettering*

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 06111154

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER SHARES AND FLOATING CHARGE DATED THE 4th JUNE 2007 AND CREATED BY YOUNG HERTS HOLDINGS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO SUMITOMO MITSUI BANKING CORPORATION EUROPE LIMITED (THE SECURITY TRUSTEE) 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 5th JUNE 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 12th JUNE 2007.

P am



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES