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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

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

835128/52

395

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

06559066

Name of company

*** R & S Estate Company (No 2) Limited**

Date of creation of the charge

30 May 2008

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

Deed of Legal Charge

Amount secured by the mortgage or charge

All moneys, obligations and liabilities whatsoever which may now or at any time in the future be due, owing or incurred by R & S Estate Company (No 1) Limited and R & S Estate Company (No2) Limited and any other Chargor from time to time which has an obligation to any Lender in relation to the Indebtedness ("Group Member") to Norwich Union Mortgage Finance Limited ('Trustee'), Aviva plc and any company which is or becomes a holding company of any such company or subsidiary or associate of any such company or holding company which lends or has lent to, or is at any time owed moneys by, any Group Member ("Lender") or for or in respect of which any Group Member may be liable to the Trustee or any Lender whether present or future, actual or contingent on any account whatsoever and in any manner whatsoever, as principal or surety and whether alone or jointly with any other party or parties, including, without limitation, interest, legal and other costs, charges and expenses ('Indebtedness')

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

Norwich Union Mortgage Finance Ltd
Sentinel House 37 Surrey Street
Norwich

Postcode NR1 3UY

Presenter's name, address and
reference (if any)
Shona Meeks
Norwich Union Commercial Finance
DX 84904
Norwich 3
NUCF-L/CML/SM/r&s1+2/356919

For official use
Mortgage Section

SATURDAY



A39 07/06/2008 171

COMPANIES HOUSE

Time critical reference

+ 95

- 1 By way of legal mortgage Freehold land being land on the South West side of Oakenshaw Road, Solihull – WM435390 including all buildings, erections and fixtures and fittings (but excluding tenants' fixtures and fittings) and fixed plant, equipment and machinery for the time being thereon and all improvements and additions thereto and all easements, benefits, rights and licences appurtenant thereto subject to and with the benefit of all leases, underleases, tenancies, agreements for lease, rights, options, covenants, indemnities, guarantees, warranties and conditions affecting the same and all proceeds of sale therefrom but otherwise free from any mortgage, standard security, pledge, hypothecation, title retention, lien, charge, assignment by way of security or other agreement or arrangement having the effect of conferring security ("Encumbrance"), and includes all other property which from time to time shall become subject to this Deed pursuant to Clause 6 and references to the Property include any part thereof
- 2 By way of fixed charge, all moneys from time to time deposited with the Trustee on the terms set out in Schedule 6 to the deed
- 3 By way of floating charge, such of the company's property, assets, rights and revenues of any Chargor, whatsoever and wheresoever, present and future, including the uncalled share capital (if any) or such of them as the context requires which is not otherwise from time to time effectively assigned, mortgaged or charged pursuant to clauses 3 1(a), 3 1 (b) or 3 2 of the deed

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

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge (See Note 5)

Signed

[Signature]

Date 5 June 2008

On behalf of [company] [mortgagee/chargee]*

Entered 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, e.g. "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. Cheques and Postal Orders are to be made payable to **Companies House**
6. The address of the Registrar of Companies is -



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6559066
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 30 MAY
2008 AND CREATED BY R & S ESTATE COMPANY (NO.2)
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY AND R & S ESTATE COMPANY (NO
1) LIMITED AND ANY OTHER CHARGOR TO NORWICH UNION
MORTGAGE FINANCE LTD 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 7 JUNE 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11 JUNE 2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES