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COMPANIES FORM No. 395

395

CHFP010.

Please do not write in
this margin**A fee of £10 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

Please complete
legibly, preferably in
black type, or bold
block letteringTo the Registrar of Companies
(address overleaf - note 6)

For official use

Company Number

Name of company

118

1002607

* Insert full name of
company

* BRITISH NUCLEAR FUELS PLC (the "Company")

Date of creation of the charge

12 March 2003

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

Charge over deposit account deed (the "Deed of Charge")

Amount secured by the mortgage or charge

£19,281,726 (nineteen million, two hundred and eighty one thousand,
seven hundred and twenty six pounds Sterling) (the "Charged Balance")

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

THE KANSAI ELECTRIC POWER COMPANY, INCORPORATED

3-22, Nakanoshima 3-chome, Kita-ku, Osaka 530-8270, Japan

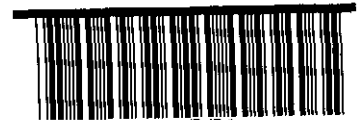
(the "Beneficiary")

Postcode

Presentor's name, address
and reference (if any):Colin Reid
British Nuclear Fuels plc
Group Legal
Risley
Warrington
Cheshire
WA3 6AS

For official use

Mortgage Section

JMA
COMPANIES HOUSE

JD745JB6

0340
17/03/03

Time critical reference

Short particulars of all the property mortgaged or charged

Please do not write in this margin

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

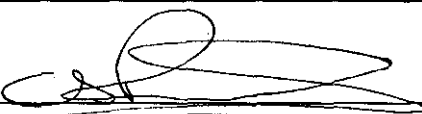
Pursuant to Clause 2.2 of the Deed of Charge, the Company has charged by way of first fixed charge with full title guarantee in favour of the Beneficiary, all of its right, title and interest in and to the Charged Balance in account numbers 63007924 (Deposit Account) and P0031972 (Treasury Account)

Particulars as to commission, allowance or discount (note 3)

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

Signed



Date 17 March 2003

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

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 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 percent 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: 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. 01002607

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER DEPOSIT ACCOUNT DEED DATED THE 12th MARCH 2003 AND CREATED BY BRITISH NUCLEAR FUELS PUBLIC LIMITED COMPANY FOR SECURING £19,281.726 DUE OR TO BECOME DUE FROM THE COMPANY TO THE KANSAI ELECTRIC POWER COMPANY, INCORPORATED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17th MARCH 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th MARCH 2003.

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THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —