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* insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

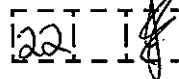
395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



3197756

Name of company

* LOFTUS ROAD PLC ("THE COMPANY")

Date of creation of the charge

16 FEBRUARY 1999

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

DEBENTURE DATED 16 FEBRUARY 1999 BETWEEN CHRISTOPHER NORMAN WRIGHT ("THE LENDER") AND THE COMPANY

Amount secured by the mortgage or charge

ALL MONIES AND ALL LIABILITIES NOW AND FROM TIME TO TIME HEREAFTER DUE, OWING AND INCURRED UNDER A LOAN AGREEMENT DATED 16 FEBRUARY 1999 BETWEEN THE COMPANY AND THE LENDER ("THE COMPANY'S OBLIGATIONS") TOGETHER WITH:

INTEREST AT AN AGREED RATE; AND

ALL REASONABLE EXPENSES INCURRED BY THE LENDER OR ANY RECEIVER APPOINTED UNDER THE DEBENTURE AT ANY TIME IN CONNECTION WITH THE WHOLE AND ANY PART OF THE UNDERTAKING PROPERTY AND ASSETS OF THE COMPANY CHARGED BY THIS DEBENTURE OR THE PAYMENT BY THE COMPANY TO THE LENDER OF THE COMPANY'S OBLIGATIONS OR IN ENFORCING OR EXERCISING ANY POWER UNDER THE DEBENTURE WITH INTEREST FROM THE DATE THEY ARE INCURRED.

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

CHRISTOPHER NORMAN WRIGHT c/o THE CHRYSALIS BUILDING, BRAMLEY ROAD, LONDON, W10 6SP

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

CLINTONS
55 DRURY LANE
LONDON WC2B 5SQ
0171 379 6080
DX 40021 COVENT GARDEN 1

SALLY HAMWEE

Time critical reference

For official use
Mortgage Section

Post room



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WITH FULL TITLE GUARANTEE THE COMPANY CHARGES TO THE LENDER BY WAY OF LEGAL MORTGAGE ALL THE FREEHOLD AND LEASEHOLD PROPERTY NOW VESTED IN THE COMPANY AS FOLLOWS:

BY WAY OF LEGAL MORTGAGE ALL THE FREEHOLD AND LEASEHOLD PROPERTY NOW VESTED IN OR CHARGED TO THE COMPANY INCLUDING ANY REGISTERED LAND.

BY WAY OF FIXED CHARGE ALL ESTATES OR INTEREST IN ANY FREEHOLD AND LEASEHOLD PROPERTY NOW AND IN THE FUTURE VESTED IN OR CHARGED TO THE COMPANY EXCEPT THE PROPERTY CHARGED ABOVE.

BY WAY OF FIXED CHARGE ALL THE PLANT MACHINERY AND FIXTURES AND FITTINGS FURNITURE EQUIPMENT IMPLEMENTS AND UTENSILS NOW AND IN THE FUTURE BELONGING TO THE COMPANY.

BY WAY OF FIXED CHARGE ALL THE GOODWILL AND UNCALLED CAPITAL OF THE COMPANY PRESENT AND FUTURE.

/CONT. p.4

Particulars as to commission allowance or discount (note 3)

NONE

Signed Ally Hume, Clifton

Date 25.2.99

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

† 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.

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Particulars of a mortgage or charge (continued)

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

CHA 116

Please complete
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Company Number

3197756

Name of Company

LOFTUS ROAD PLC ("THE COMPANY")

Limited*

* delete if
inappropriate

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

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

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BY WAY OF FIXED CHARGE ALL STOCKS SHARES AND OTHER SECURITIES NOW AND IN THE FUTURE BELONGING TO THE COMPANY.

BY WAY OF FIXED CHARGE ALL INTELLECTUAL PROPERTY RIGHTS CHOSES AND CLAIMS NOW AND IN THE FUTURE BELONGING TO THE COMPANY.

BY WAY OF FIXED CHARGE OR BY WAY OF FLOATING CHARGE ALL BOOK DEBTS AND OTHER DEBTS NOW AND IN THE FUTURE OWING TO THE COMPANY SUBJECT TO CLAUSE 2.2 OF THE DEBENTURE.

BY WAY OF FLOATING CHARGE ALL THE UNDERTAKING AND ALL PROERTY ASSETS AND RIGHTS OF THE COMPANY PRESENT AND FUTURE NOT SUBJECT TO A FIXED CHARGE UNDER THE DEBENTURE INCLUDING WITHOUT LIMITATION TRADING STOCK, CASH AT BANK AND IN HAND AND ALL BOOK DEBTS RELEASED FROM A FIXED CHARGE ON COLLECTION.

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03197756

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 16th FEBRUARY 1999 AND CREATED BY LOFTUS ROAD PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CHRISTOPHER NORMAN WRIGHT UNDER A LOAN AGREEMENT DATED 16 FEBRUARY 1999 AND THIS DEBENTURE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 26th FEBRUARY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd MARCH 1999.

A handwritten signature in dark ink, appearing to read 'J. M. Evans'.

J. M. EVANS

for the Registrar of Companies

A handwritten signature in dark ink, appearing to read 'P. P.'.



C O M P A N I E S H O U S E