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COMPANIES FORM No. 395

## Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

# 395

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

\* Insert full name  
of company

To the Registrar of Companies

For official use Company number

Name of company

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3218746

\* NEW SADLER'S WELLS LIMITED ✓

Date of creation of the charge

21 December 1998

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

Deed of Charge between New Sadler's Wells Limited ("the Chargor") (1) and National Westminster Bank plc ("the Bank") (2)

Amount secured by the mortgage or charge

All present and/or future indebtedness of the Chargor to the Bank on any current and/or other account with interest and bank charges arising pursuant to a facility agreement ("the Facility Agreement") dated 14 December 1998 between the Chargor (1) and the Bank (2) and all other liabilities whatsoever of the Chargor to the Bank present, future, actual and/or contingent and all costs, charges and expenses howsoever incurred by the Bank in relation to the Facility Agreement and/or the charge and such indebtedness and/or liabilities on a full indemnity basis and interest on the moneys so due (whether before or after judgment) calculated at the default rate as provided in the charge.

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

National Westminster Bank plc  
Central London Securities Centre  
National Westminster House, 250 City Road,  
Unit 11 City Forum, London

Postcode EC1V 2PU

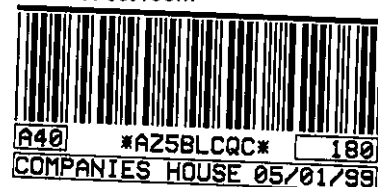
Presentor's name, address and  
reference (if any):

Farrer & Co  
66 Lincolns Inn Fields  
WC2A 3LH  
DX 32 Chancery Lane

Ref: NSB/eah

For official use  
Mortgage section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

By way of first floating charge:-

- (a) all deposits (being moneys held from time to time to the credit of the Chargor by the Bank on any current deposit and/or other account or accounts or on any account or accounts earmarked or designated by reference to the Chargor and any sum representing the same howsoever held under any deposit receipt);
- (b) all book debts both present or future due or owing to the Chargor and all rights in connection therewith;
- (c) all other monetary debts and claims both present and future due or owing to the Chargor and the benefit of all rights relating thereto; and
- (d) all sums present and future payable to or due or owing to the Chargor by any statutory, legal, governmental or European Union body, authority or institution by way of compensation, grant, subsidy or refund in respect of premises charged to the Bank for the liabilities secured by the charge;

but so that the Chargor may not receive, withdraw, assign (other than in the ordinary and proper course of its business) or charge, encumber or otherwise deal with or create any charge, security interest or other encumbrance over or in respect of any of the charged property without the Bank's consent.

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)

Signed 

Date 4 January 1999

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.

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03218746

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF CHARGE DATED THE 21st DECEMBER 1998 AND CREATED BY NEW SADLER'S WELLS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC PURSUANT TO A FACILITY AGREEMENT DATED 14 DECEMBER 1998 AND/OR NATIONAL WESTMINSTER BANK PLC WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 5th JANUARY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6th JANUARY 1999.

*P. E. Nicholas*  
LINESAY L. NICHOLS

for the Registrar of Companies

*[Handwritten signature]*



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