CHFP025

Please do not write in this margin

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 £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

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

Name of company

SEI INVESTMENTS (EUROPE) LIMITED

Date of creation of the charge

2 MARCH 2000

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

SUPPLEMENTAL DEED

Amount secured by the mortgage or charge

THE PAYMENT AND SATISFACTION TO RYDER STREET PROPERTIES LIMITED OF ALL SUMS AND LIABILITIES PRESENT AND FUTURE ACTUAL AND CONTINGENT DUE TO RYDER STREET PROPERTIES LIMITED UNDER THE PROVISIONS OF THE LEASE DATED 13 SEPTEMBER 1996 AND MADE BETWEEN RYDER STREET PROPERTIES LIMITED (1) HUTCHISON TELECOMMUNICATIONS (UK) LIMITED (2) AND ORANGE PLC (3) AND THE LICENCE TO ASSIGN DATED 2 MARCH 2000 MADE BETWEEN RYDER STREET PROPERTIES LIMITED (1) HUTCHISON TELECOMMUNICATIONS (UK) LIMITED (2) ORGANGE PLC (3) SEI INVESTMENTS (EUROPE) LIMITED (4) AND SEI INVESTMENTS COMPANY (5) AND THE SUPPLEMENTAL DEED ABOVE REFERRED TO BY VIRTUE OF ANY BREACH OF THE COVENANTS AND CONDITIONS CONTAINED IN ANY OF THEM.

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

RYDER STREET PROPERTIES LIMITED 25 ST JAMES'S STREET LONDON

Postcode

afficial use

Company number

SW1A 1HG

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

Campbell Hooper Solicitors 35 Old Queen Street London SW1H 9JD

DX: 2365 VICTORIA

Time critical reference HSC/TW/215267/51877 For official Use Mortgage Section



COMPANIES HOUSE

Post room

08/03/00

Please do not SEVENTY NINE THOUSAND ONE HUNDRED AND SIXTY FIVE POUNDS (£79,165.00) Particulars as to commission allowance or discount (note 3)

write in this margin

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

Signed

Date 3 MARCH 2000

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

CAMPBELL HOOPER

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

t delete as appropriate

Notes

- 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.
- 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





OF A MORTGAGE OR CHARGE

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

COMPANY No. 03765319

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SUPPLEMENTAL DEED DATED THE 2nd MARCH 2000 AND CREATED BY SEI INVESTMENTS (EUROPE) LTD FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO RYDER STREET PROPERTIES LIMITED UNDER THE PROVISIONS OF THE LEASE DATED 13 SEPTEMBER 1996 AND THE SUPPLEMENTAL DEED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th MARCH 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th MARCH 2000.





