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legibly, preferably
in black type, or
bold block lettering

*insert full name
of Company

COMPANIES FORM No. 395**Particulars of a mortgage or charge**

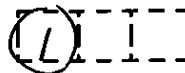
A fee of £13 is payable to Companies House in respect
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



03915200

Name of company

* **A1 GRAND PRIX OPERATIONS LIMITED ("A1")**

Date of creation of the charge

1 May 2009

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

A Deed of Assignment of book debts.

Amount secured by the mortgage or charge

07 All amounts owed pursuant to invoices issued to A1 by Nabarro LLP (the "Assignee") in respect of work undertaken on behalf of the A1 (namely invoice number 1119057 dated 22 August 2008, invoice number 1119058 dated 22 August 2008, invoice number 1122440 dated 23 October 2008, invoice number 1126701 dated 22 December 2008, invoice number 1126702 dated 22 December 2008 and invoice number 1131829 dated 25 March 2009) and all other outstanding monies, debts, liabilities and interest, present or future, owing to the Assignee by A1, or any group company thereof.

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

Nabarro LLP, Lacon House, 84 Theobald's Road, London

Postcode WC1X 8RW

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

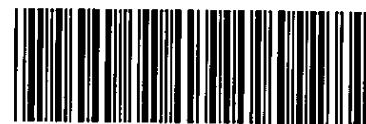
NABARRO LLP
Lacon House, 84 Theobald's Road,
London,
WC1X 8RW

BM/IBB/A2063/

Time critical reference

For official Use (06/2005)
Mortgage Section

FRIDAY



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LD3

15/05/2009

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COMPANIES HOUSE

1. **ASSIGNMENT:** All book and other debts and monetary claims owing to A1 and arising from the race of the A1GP World Cup of Motorsport held on the weekend of 2 & 3 May 2009 at Brands Hatch, Kent, England, including any and all proceeds of such debts and claims (the "Book Debts").

2. **FURTHER ASSURANCE:** A1 shall promptly execute all documents and do all things that the Assignee may reasonably specify for the purposes of securing and perfecting its security over or title to the Book Debts or any part of them.

3. **NEGATIVE PLEDGE:** A1 shall not deal or otherwise dispose of the Book Debts otherwise than to settle the Invoices and all other outstanding monies, debts and liabilities, present or future, owing to the Assignee by A1, or any group company thereof and shall not create any security over the Book Debts without the prior written consent of the Assignee, shall hold all and any monies comprising the Book Debts upon trust for the Assignee and shall pass any such monies received to the Assignee without delay.

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

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Particulars as to commission allowance or discount (note 3)

None

Signed

Naband LLP

Date 15 May 2009

On behalf of ~~XXXXXXXXXXXX~~ [chargee] †

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

† 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.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 3915200
CHARGE NO. 1**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT OF BOOK
DEBTS DATED 1 MAY 2009 AND CREATED BY A1 GRAND PRIX
OPERATIONS LTD FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY TO NABARRO LLP 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 15 MAY 2009**

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 MAY 2009

