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write in
this marginPlease 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)

For official use



Company number

33221

Name of company

* PILKINGTON'S TILES LIMITED

Date of creation of the charge

9 FEBRUARY 2004

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

LEGAL CHARGE

Amount secured by mortgage or charge

All monies, obligations and liabilities which shall for the time being (and whether on or at any time after demand) be due owing or incurred in whatsoever manner to the Mortgagee by the Company whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety and whether or not the Mortgagee shall have been an original party to the relevant transaction including interest discount commission or other lawful charges and expenses which the Mortgagee may in the course of its business charge in respect of any of the matters aforesaid or for keeping the Company's account(s) (and also including the costs charges and expenses referred to in the Legal Charge) and so that interest shall be computed and compounded according to the usual mode of the Mortgagee as well after as before any demand or judgment or the insolvency of the Company

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

THE CO-OPERATIVE BANK p.l.c.

P.O. BOX 101, 1 BALLOON STREET, MANCHESTER

Postcode

M60 4EP

Presentor's name address and
reference (if any):Brabners Chaffe Street
1 Dale Street
Liverpool L2 2ET

Ref: AOM

Time critical reference

For official Use
Mortgage Section

Post room

A20
COMPANIES HOUSE

AU4HASIA

0369
11/02/04

Peapod Solutions Ltd.

Short particulars of all the property mortgaged or charged

1. By way of legal mortgage all legal interests and otherwise by way of specific equitable charge the freehold property known as Land and buildings at Lower Hamworthy Poole registered at HM Land Registry with absolute title under title number DT235032

2. By way of floating charge all unfixed plant and machinery and other chattels and equipment now or in the future in or about the Property and includes any part or parts thereof

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)

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

Signed



Date 10/2/04

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.
- 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, DX: 33050 Cardiff

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00033221

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 9th FEBRUARY 2004 AND CREATED BY PILKINGTON'S TILES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CO-OPERATIVE BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 11th FEBRUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th FEBRUARY 2004.

p Angela



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES