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COMPANIES FORM NO. 395

NM

Particulars of a mortgage or charge

395

Please do not
write in this
binding margin

Pursuant to section 395 Companies Act 1985

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

*insert full name
of company

To the Registrar of Companies

For official use

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Company Number

255691

Name of Company

*WESTPOOL INVESTMENT TRUST PLC

Date of creation of the charge

18 MARCH 1999

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

CHARGE OVER CREDIT BALANCES

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank Plc

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

National Westminster Bank Plc

41 Lothbury

London

Postcode EC2P 2BP

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

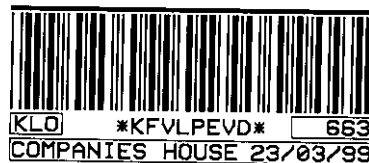
**NatWest UK,
Retail Banking Services
Credit Management**
Litigation, Technical & Securities
King's Cross House
200 Pentonville Road
London N1 9HL

Presentor's Reference
and/or telephone number

CL-SC- 0171-239 8205

Time critical reference

For official use
Mortgage Section



Short particulars of all the property mortgaged or charged

The sum of £149,533 together with interest accrued now or to be held by National Westminster Bank Plc on an account numbered 8574650 and earmarked or designated by reference to the Company.

Please do not write in this margin



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

10/1

Particulars as to commission allowance or discount

Nil

Per pro
**Natwest UK,
Retail Banking Services
Credit Management**
Litigation, Technical & Securities
King's Cross House
200 Pentonville Road, London N1 9HL

Please see notes below.

Signed W. Lister

Date 23 MAR 1999

On behalf of mortgagee Natwest UK

Notes

- (a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', etc. as the case may be, should be given.
- (b) The rate of interest payable under the terms of the Debentures should not be entered.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00255691

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT DEED OF CHARGE OVER CREDIT BALANCES DATED THE 18th MARCH 1999 AND CREATED BY WESTPOOL INVESTMENT TRUST PUBLIC LIMITED COMPANY FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd MARCH 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25th MARCH 1999.

A handwritten signature in black ink, appearing to be 'M. A. Jones'.



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



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES