



CHFP025

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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

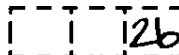
A fee of £13 is payable to Companies House in respect
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



376458

Name of company

* Gascoyne Holdings Limited (the "Mortgagor")

Date of creation of the charge

16 October 2008

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

An equitable mortgage between the Mortgagor, Coutts & Company (the "Bank"), the Right Honourable Robert Michael James Marquess of Salisbury, the Honourable Robert Edward William Cecil (commonly called Viscount Cranbourne) (together the "Trustees"), Samos Investments Limited (the "Debtor") and Mysia Investments Limited (the "Equitable Mortgage")

Amount secured by the mortgage or charge

The Equitable Mortgage creates a continuing security to the Bank for the discharge on demand of

- (a) all present and/or future indebtedness (in any currency) of the Debtor to the Bank, and
- (b) all other liabilities of the Debtor to the Bank present future actual and/or contingent, and
- (c) all interest on such indebtedness, and
- (d) all costs charges and expenses howsoever incurred by the Bank in relation to the Equitable Mortgage or such indebtedness on a full indemnity basis,

and for the payment of interest on the foregoing day by day from demand for repayment until full discharge (whether before or after judgement) at the rate(s) charged to the Debtor from time to time

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

Coutts & Company, 440 Strand, London

Postcode WC2R 0QS

Presentor's name address and
reference (if any)

Farrer & Co LLP
66 Lincolns Inn Fields
London
WC2A 3LH

Ref KJW/DJF

Time critical reference

For official Use (06/2005)
Mortgage Section

Post room

THURSDAY



A71

AOETU47A

23/10/2008

36

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Mortgagor (at the direction of the Debtor and Mysia Investments Limited) with full title guarantee assigned to the Bank its equitable interest in 100/101 St Martins Lane, London WC2 (the "Land") and all other (if any) interest of the Mortgagor in the Land (hereinafter called the "**Mortgaged Property**") to hold the same unto the Bank absolutely subject to the proviso that if the Debtor discharges all such indebtedness, liabilities and costs, charges and expenses as detailed in Clause 1 of the Equitable Mortgage the Bank will at the request and cost of the Mortgagor reassign the Mortgaged Property to the Mortgagor ✓

The Trustees agreed and undertook that on request by the Bank after the power of sale has become exercisable to do all things necessary and required by the Bank to effect a sale of the freehold interest in the Land for the purposes of realisation out of the proceeds of such sale of the Bank's security over the Mortgaged Property

The Trustees further agreed and undertook that on request by the Bank to grant the Bank a first legal mortgage over the freehold interest in the Land if that interest becomes compulsorily registerable at Her Majesty's Land Registry to secure the indebtedness and other liabilities of the Debtor detailed in Clause 1 of the Equitable Mortgage in such form as the Bank may reasonably require

Continued

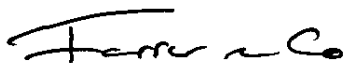
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Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 3)

NA

Signed



Date

22/10/08

On behalf of ~~XXXXXXXX~~ [mortgagee/~~XXXXXXXX~~] †

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**

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
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binding margin

Continuation sheet No 1
to Form No 395 and 410 (Scot)

*Please complete
legibly, preferably
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bold block lettering*

Company Number

376458

Name of Company

Gascoyne Holdings

Limited*

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

NA

Please do not
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NA

*Please complete
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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

NA

The Trustees (as was testified by their execution of the Equitable Mortgage) acknowledged the assignment of the Mortgaged Property made by the Mortgager to the Bank upon the term and conditions therein contained

The Debtor and Mysia Investments Limited (as was testified by their execution of the Equitable Mortgage) acknowledged the assignment of the Mortgaged Property upon the terms and conditions therein contained had been made by the Mortgager to the Bank at their direction

*Please complete
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bold block lettering*



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 376458
CHARGE NO. 26**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN EQUITABLE MORTGAGE DATED
16 OCTOBER 2008 AND CREATED BY GASCOYNE HOLDINGS
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE DEBTOR TO COUTTS & CO ON ANY ACCOUNT
WHATSOEVER 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 23 OCTOBER 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27 OCTOBER
2008

PS



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES