



Particulars of a mortgage or charge

395

CHWP000

Please do not
write in
this margin**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

*Please complete
legibly, preferably
in black type, or
bold block lettering*To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number



00533033

Name of company

* Homebase Limited

* insert full name
of Company

Date of creation of the charge

8 January 2003

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

Legal Charge - Account Pledge Agreement between Homebase Limited
("Company") and WestLB AG, London Branch ("Bank") 8 January 2003

Amount secured by the mortgage or charge

All moneys and liabilities which shall for the time being be due owing or incurred to the Bank by the Company or any of its subsidiaries whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including all sums which are or become due under the Account Pledge Agreement and interest costs expenses and taxes or other lawful charges and expenses which the Bank may in the course of its business charge for keeping the Company's account or in respect of any of the matters aforesaid

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

WestLB AG, London Branch, Woolgate Exchange, 25 Basinghall Street, London

Postcode EC2V 5HA

Presentor's name address and
reference (if any) :Legal Department WestLB
AG, Woolgate Exchange, 25
Basinghall Street EC2V 5HAFor official Use
Mortgage Section

Post room

A07
COMPANIES HOUSE0812
23/01/03

Time critical reference

The Company pledges and assigns and grants to the Bank a continuing and perfected first priority lien and security interest in and to all its present and future right, title and interest in or to the account numbered HOMEBASEUSD held at the Bank and the account property which includes all funds, time deposits, certificates of deposit, credit balances, instruments and other property of any kind held in or credited to the account, and all property of any kind delivered to the Bank or otherwise in possession or control of the Bank under the Account Pledge Agreement dated 8 January 2003, and all distributions, interest, gain, earning, profit, income and proceeds received in respect of any of the foregoing and all rights, interests, claims and choses-in-action arising from or relating to any of the foregoing.

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)

Signed

Nicholas Jones

Date 22.1.03

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

A fee of £10 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00533033

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 8th JANUARY 2003 AND CREATED BY HOMEBASE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO WESTLB AG ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd JANUARY 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27th JANUARY 2003.

P. W.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES