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CHFP004

Please do not write in this margin

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 £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

31

743141

Name of company

* Hanford Holdings Plc

Date of creation of the charge

27.3 2000

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

Legal Charge

Amount secured by mortgage or charge

All monies

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

HSBC Bank Plc, 27 Poultry, London
Postcode EC2P 2BX

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

Burges Salmon
Narrow Quay House
Narrow Quay
Bristol BS1 4AH
Ref: ACM/2736.27

Time critical reference

For official Use
Mortgage Section

Barcode with text: A20 COMPANIES HOUSE 0232 11/04/00 *AKTG*PK9*



£100 x 10
L3
017986

395

Short particulars of all the property mortgaged or charged

- a) Land at Heaves Rookery Piddlehinton, Dorset
- b) the benefit of all rights, licences, guarantees, rent deposits, contracts, deeds, undertakings and warranties relating to the Property
- c) any shares or membership rights mentioned in paragraph 3 of the conditions
- d) any good will of the business carried on from time to time at the Property
- e) any rental and other money payable under any lease, licence or other interest created in respect of the Property
- f) any other payments whatever in respect of the Property, for example, payments from any insurance policy or any compensation money

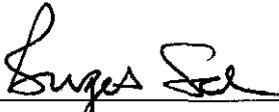
Please do not write in this margin

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 27.3.00

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
M395

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 00743141

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 27th MARCH 2000 AND CREATED BY HANFORD HOLDINGS PUBLIC LIMITED COMPANY FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO HSBC BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 11th APRIL 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25th APRIL 2000.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



COMPANIES HOUSE

Handwritten initials