

Please do not write in this margin

COMPANIES FORM No. 395

00 40005 4

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

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

* insert full name of company

To the Registrar of Companies

For official use

Company number

1080857.

Name of company

* PRITCHALD HOLDINGS PLC

Date of creation of the charge

21-3-2005

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

A DEED OF ADMISSION AND AMENDMENT TO AN OMNIBUS LETTER OF SET-OFF DATED 6-1-1998

Amount secured by the mortgage or charge

ALL OR ANY OF THE PRESENTAND, FUTURE LLABILITIES 70 LLOYAS TSB BANK PLC ("THE BANK") OF THE COMPINIES LIBTED BELOW ("THE COMPANIES") OR ANY OF THEM (WHETHER SUCH LIABILITIES BE ACTUAL, CONTINGENT, PRIMARY, COCCATGRAL, SEUGRAL OR JOINT AND WHETHER SUCH ACCOUNTS OR LLABILITIES BE DENOMINATED IN STERLING AND/OR IN A CHERRY OR CHERRICES OTHER THAN STERLING): PRITCHARD ESTATESHEDNESPOR HRITCHALD CONSTRUCTION LTD PRITCHARD ESTATES (BRIDGEOUN) LTD PRITCHARD DEVELOPMENTY CANNOW PRITCHACO & ASSOCIATES LTD. PRITCHARD DEVELOPMENTYMICLAN PRITCHAGO PROPORTIES (MIDLANDS) LTD Peltchard Holdings Pic PITCHINCO ESTATES (MIDURNOSILTO ST. GEORGE'S PARK (STAFFARM)17 TCHACD ESTATES

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

1-2

LLOYDS TSB BANK PIC. 25 GRESHAM STREET, LONDON.

Postcode

ECQV THN

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

CO 395 SHAW & SONS, 2 Bath House Road, Croydon CR0 4TT.

QLA 4943

LLOYDS TSB BANK PLC LEEDS SECURITIES CENTRE DX 703080 LEEDS 7

Time critical reference

For official Use Mortgage Section

Post room



A24 COMPANIES HOUSE 24/03/05

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Short particulars of all the property mortgaged or charged

Any sum or sums for the time being standing to the credit of any one or more of any present or future accounts of the Companies or any of them with the Bank (including any accounts held in the Bank's name with any designation which includes the name(s) of the Companies or any of them) whether such accounts be denominated in sterling or in a currency or currencies other than sterling.

NOTE: By Clause 4 of the Letter, the Companies agreed that none of them would (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Companies with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank).

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)

NIL

Signed

5416-

Date 2 3 MAR 2005

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

† delete as appropriate

Notes

- 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.
- 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01080857

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION AND AMENDMENT TO AN OMNIBUS LETTER OF SET-OFF DATED 6.01.1998 AND DATED THE 21st MARCH 2005 AND CREATED BY PRITCHARD HOLDINGS P.L.C. FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th MARCH 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31st MARCH 2005.





