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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

395

159589/26

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

For official use

Company number

T T T
S
T T T

01688104

Name of company

A & B Griffiths (Life & Pensions) Limited

Date of creation of the charge

7th December 2007

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

S Debenture

Amount secured by the mortgage or charge

4 All the Company's liabilities to National Westminster Bank Plc (the "Bank") of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses

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

National Westminster Bank Plc

Kent & Sussex Borders Business Centre, Tunbridge Wells Office, Longford House, 19 Mount Ephraim Road

Tunbridge Wells, Kent

Postcode

TN1 1EN

Presenter's name address and
Reference (if any) AEM/NAT31/14

DBF
DX 14311 Mcr
0161 832 3304

Time critical reference

For official Use
Mortgage Section

Post room

WEDNESDAY



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12/03/2008

COMPANIES HOUSE

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Short particulars of all the property mortgaged or charged

- 1 By way of legal mortgage all the freehold and leasehold property now vested in or charged to the Company,
- 2 By way of fixed charge -
- (i) all estates or interests in any freehold and leasehold property now and in future vested in or charged to the Company except the property referred to in paragraph 1,
 - (ii) all fixtures and fittings from time to time attached to any freehold and leasehold property of the Company,
 - (iii) all the plant and machinery of the Company present and future and all associated warranties and maintenance contracts,
 - (iv) all rents receivable from any lease granted out of any freehold and leasehold property of the Company,
 - (v) all the goodwill of the Company present and future,
 - (vi) all the uncalled capital of the Company present and future,
 - (vii) all stocks shares and other securities held by the Company from time to time in any subsidiary and all income and rights derived from or attaching to the same,
 - (viii) all intellectual property rights (including, without limitation, all rights in patents inventions copyrights design rights trademarks service marks database rights confidential information know-how domain names and business names) choses in action licences and claims of the Company present and future and the insurance policies and proceeds of any insurance from time to time affecting any of the charged property,
 - (ix) the benefit of any currency or interest rate swap cap or collar or other hedging agreement or any futures transaction or treasury instrument made with the Bank or any third party,
- 3 By way of floating charge all the undertaking and all property assets and rights of the Company present and future not subject to a fixed charge under the Debenture or any other security present or future held by the Bank
- Note 1 The Debenture contains covenants by the Company with the Bank -
- (a) Not without the previous written consent of the Bank to create or permit to arise any mortgage charge or lien on any of the Company's property nor to dispose of any of the Company's property except that the property subject to the floating charge may be disposed of in the ordinary course of business
 - (b) Not without the previous written consent of the Bank to grant or accept a surrender of any lease or licence of or part with or share possession or occupation of the Company's freehold and leasehold property or any part of it
- 2 The Debenture gives the Bank power to appoint an Administrator

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Particulars as to commission allowance or discount (note 3)

Nil

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

(See Note 5)

For National Westminster Bank Plc

Signed

Date 10 03 2008

Duly Authorised Representative

On behalf of 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

General Form of Judgment or Order

To the Claimant's Solicitor

Davis Blank Furniss
90 Deansgate
Manchester
M3 2QJ
14311 MANCHESTER

In the High Court of Justice Chancery Division MANCHESTER District Registry	
Claim Number	8MA30020
Claimant (including ref)	National Westminster Bank Plc LV/786 PROPERTIES
Defendant (including ref)	A & B Griffiths (Life & Pensions) Ltd
Date	01 March 2008

Before **DISTRICT JUDGE NEEDHAM** sitting at Manchester District Registry, Manchester, Civil Justice Centre, 1, Bridge Street West, Manchester, M60 9DJ

Upon the Courts own motion The Court has made this order of its own initiative without a hearing If you object to the order, you must make an application to have it set aside, varied or stayed within 7 days of receiving it

IT IS ORDERED THAT

The time for registering the Debenture made the 7th day of December 2007 between the Claimant and the Defendant be extended until 4pm on 26 March 2008 and this order is to be without prejudice to the rights of any party acquired during the period between the date of creation of the Debenture and the date of its actual registration

Dated 26 February 2008



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 1688104
CHARGE NO. 5**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 7 DECEMBER
2007 AND CREATED BY A & B GRIFFITHS (LIFE & PENSIONS)
LIMITED 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 12 MARCH 2008**

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18 MARCH 2008

Dx well



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**