

M

COMPANIES FORM No. 395

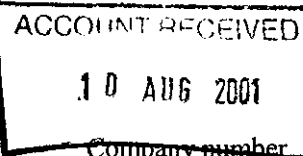
Particulars of a mortgage or charge

A/C00040064

395

Please do not
write in
this marginA 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

For official use

(Address overleaf - Note 6)

Name of Company

NETWORK MANAGEMENT LIMITED

Date of creation of the charge

8TH AUGUST 2001

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

BOOK DEBTS DEBENTURE DEED dated 8TH AUGUST 2001

Amount secured by the charge

The totality of monies now or which may hereafter be owing due and/or payable (but remaining unpaid) by the Company to the Securityholder in any manner and for any reason on any account or on partnership account (and notwithstanding that the whole or some part of such monies is represented or secured by any mortgage guarantees trust receipts bills of exchange leasing hire purchase assignments factoring of receivables or any other agreements or securities or is payable under letter of credit or any other document issued by the Securityholder to or for or at the request of the Company either alone or jointly with any other person) whether or not the same have or has fallen due or become payable and whether or not default shall have been made in respect thereof and shall include (without limiting the generality of the foregoing) the items specifically detailed in the Debenture Deed.

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

LLOYDS TSB COMMERCIAL FINANCE LIMITED

BOSTON HOUSE THE LITTLE GREEN

RICHMOND SURREY

Postcode

TW9 1QE

Presenter's name address and
reference (if any):
 LLOYDS TSB COMMERCIAL
FINANCE LIMITED
BOSTON HOUSE
THE LITTLE GREEN
RICHMOND SURREY TW9 1QE

Time critical reference

For official Use
Mortgage Sectionnon
part
 PMO
COMPANIES HOUSE
COMPANIES HOUSE
COMPANIES HOUSE

P695700G

0239

 10/08/01
16/08/01
10/08/01

A first fixed charge on all the Book Debts and other Debts of the company both present and future (save for those Book Debts and other Debts sold by the company and purchased by the Securityholder in accordance with the Financing Agreement and not repurchased by the company pursuant to the provisions thereof).

Please do not
write in this
margin

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

The company shall not create any mortgage charge assignment or any other security whatsoever (save lien arising by operation of law in the ordinary course of business) upon the charged property or any part thereof in priority or parri passu with a charge created by the Debenture Deed.

By Clause 3 of the Debenture Deed the company charged:

- (1) by way of fixed equitable charge all Purchased Debts and the Other Debts together with their Related Rights; and
- (2) by way of floating charge such of the moneys which the Company may receive in respect of the Other Debts as shall for the time being stand released (pursuant to clause 8) from the fixed charge created hereby.

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 S. J. Hans Date 9th August 2001

On behalf of ~~company~~ chargee

H 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 CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01766292

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A BOOK DEBTS DEBENTURE DEED DATED THE 8th AUGUST 2001 AND CREATED BY NETWORK MANAGEMENT LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO LLOYDS TSB COMMERCIAL FINANCE LIMITED ON ANY ACCOUNT WHATSOEVER UNDER THIS DEBENTURE DEED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 10th AUGUST 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th AUGUST 2001.

P. P. M.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES