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COMPANIES FORM No. 395
Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

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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

113

1801851

Name of company

* CELUS HOLDINGS LIMITED

Date of creation of the charge

4TH FEBRUARY 1997

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

MORTGAGE

Amount secured by the mortgage or charge

All monies whether for principal interest or otherwise which may now or at any time in the future be due owing or incurred by the Mortgagor to the Mortgagee under the terms of an Agreement dated 4th February 1997 made between the Mortgagor (1) and the Mortgagee (2) or under the Mortgage whether present future actual or contingent

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of even date.

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

MARK WHITBY of 5 Broughton Gardens London N6 5RS
ALAN BRYN BIRD of 121-123 Rotherhithe Street London SE16 4NF
MICHAEL JOHN CRANE of 4 Bushetts Grove Merstham Surrey RH1 3DX
TONY JOHN GREATORREX of Ardmore House Chedworth Gloucestershire

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

HAMLIN SLOWE
Roxburghe House
273/287 Regent Street
London W1A 4SQ

170/me/W03841-1

Time critical reference

For official use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

By way of Legal Mortgage ALL THAT freehold property known as 58 to 62 Newman Street London W1 registered at HM Land Registry with Title Absolute under title number LN176942 ("the Property"); and by way of fixed charge all rental income present or future and whether payable now or in the future and the proceeds of any sale lease or other disposition of the Property

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

Date 5th February 1997

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

† delete as appropriate

- 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01801851

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DATED THE 4th FEBRUARY 1997 AND CREATED BY CELUS HOLDINGS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MARK WHITBY, ALAN BRYN BIRD, MICHAEL JOHN CRANE, TONY JOHN GREATOREX UNDER THE TERMS OF AN AGREEMENT OF EVEN DATE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 6th FEBRUARY 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th FEBRUARY 1997.

A handwritten signature in dark ink, appearing to read 'D. Phillips'.

D. PHILLIPS

for the Registrar of Companies



COMPANIES HOUSE

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1812