



Particulars of a mortgage or charge

CHWP000

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of CompanyA 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

		2
--	--	---

02001229

Name of company

* Cardiff City Transport Services Limited

Date of creation of the charge

Debenture dated 4.8.87

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

Original Debenture dated 4.8.87 and registered at Companies House on 12.8.87
Deed to Vary Debenture dated 12.7.02

Amount secured by the mortgage or charge

One Million Pounds together with the interest accruing thereon

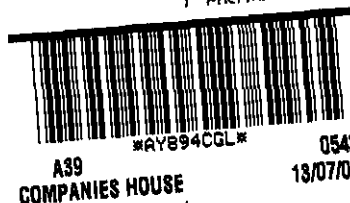
Names and addresses of the mortgagees or persons entitled to the charge

The County Council of the City and County of Cardiff
County Hall, Atlantic Wharf, Cardiff

Postcode CF10 4UW

Presenter's name address and
reference (if any):Chief Solicitor
Cardiff County Council
County Hall, Atlantic Wharf
Cardiff G5 4 2 9 8 7

Time critical reference

For official Use
Mortgage Section

Short particulars of all the property mortgaged or charged

First - all the land and building comprising the Leckwith Depot and offices at Sloper Road, Leckwith, Cardiff including the land edged red on the Plan attached to the Debenture which said land and buildings is included in Title No. WA 322711 at HM Land Registry together with all buildings now or thereafter erected thereon and all fixtures, plant and machinery now or thereafter affixed thereto (referred to in the Debenture as the "specifically mortgaged premises").

Second - by way of first floating charge all the Company's property whatsoever and wheresoever both present and future including its uncalled capital but excluding the specifically mortgaged premises.

Continued on Continuation Sheet

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)

Signed

[Signature]

Date

12-7-02

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

A fee of £10 is
payable to
Companies House
in respect of each
register entry for a
mortgage or
charge.
(See Note 5)

† 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:-

CHWP000

Please do not
write in this
binding margin

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

**Particulars of a mortgage or charge
(continued)**

Continuation sheet No _____
to Form No 395 and 410 (Scot)

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

Company number

02001229

Name of company

Cardiff City Transport Services Limited

Limited *

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Amount due or owing on the mortgage or charge (continued)

Please do not
write in this
binding margin

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

Please do not
write in this
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

/Continued from Form 395

The Charges created by the Debenture are as regards the premises firstly described fixed first charges (and as regards all those parts of the premises first described then vested in the Company constitute a charge by way of Legal Mortgage thereon) and as regard the premises secondly described the charge so created is a floating charge.

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

The Company may not without the consent in writing of the Council, inter alia:-

- i) create any mortgage or charge on its undertaking or assets or any part thereof ranking in priority to or pari passu with the floating charge created by the Debenture.
- ii) sell or otherwise dispose of the whole or any substantial part of its undertaking or assets

FILE COPY



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

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

COMPANY No. 02001229

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED TO VARY DEBENTURE / ORIGINAL DEBENTURE DATED 04/08/87 AND DATED THE 12th JULY 2002 AND CREATED BY CARDIFF CITY TRANSPORT SERVICES LIMITED FOR SECURING THE SUM OF ONE MILLION POUNDS TOGETHER WITH THE INTEREST ACCRUING THEREON DUE OR TO BECOME DUE FROM THE COMPANY TO THE COUNTY COUNCIL OF THE CITY AND COUNTY OF CARDIFF WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 13th JULY 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th JULY 2002.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

P. P. am