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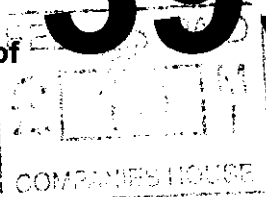
COMPANIES FORM No. 395

YSH  
£10  
033167

## Particulars of a mortgage or charge

# 395

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge



CHFP047

Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

For official use

Company number

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

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

		4
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02537881

Name of company

\*insert full name of company

\* THORNFIELD HOLDINGS PLC

Date of creation of the charge

22 JUNE 2001

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

DEBENTURE

Amount secured by the mortgage or charge

All debts and liabilities of the company to the debenture holder from time to time including (but without limitation) under the company's loan agreements with the debenture holder dated 15 February 2001 and June 2001 together with all costs, charges, expenses and liabilities paid and incurred by the debenture holder in relation to the security together with interest from the date when the debenture holder becomes liable for them until payment by the company.

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

ANTHONY MARCUS of 11 QUEENS ELM SQUARE, CHELSEA,

LONDON

Postcode: SW3 6ED

**FORD & WARREN**  
Solicitors



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

FORD & WARREN SOLICITORS  
WESTGATE POINT, WESTGATE  
LEEDS, LS1 2AX  
DJ/DID/13247/46

Time critical reference

For official Use

Mortgage Section

Post room



A04  
COMPANIES HOUSE

0339  
06/07/01

Short particulars of all the property mortgaged or charged

1. By way of legal mortgage, all freehold and leasehold property, together with all buildings, fixtures and fixed plant and machinery together with the benefit of all leases and future leases affecting such property.
2. By way of fixed charge:
  - 2.1 the benefit of all estates and interests in any freehold or leasehold property (not charged by 1, above) together with all buildings, fixtures and fixed plant and machinery;
  - 2.2 all works of art, furniture, furnishings and effects;
  - 2.3 all goodwill and uncalled capital;
  - 2.4 all book debts and other debts;
  - 2.5 all intellectual property rights and all licences and ancillary and connected rights.
3. By way of second floating charge, all present and future undertaking and other assets.

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)

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

Signed



Date 05/07/01

On behalf of company

†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, e.g. "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

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02537881

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 22nd JUNE 2001 AND CREATED BY THORNFIELD HOLDINGS PLC FOR SECURING ALL DEBTS AND LIABILITIES DUE OR TO BECOME DUE FROM THE COMPANY TO ANTHONY MARCUS UNDER THE LOAN AGREEMENTS WITH THE DEBENTURE HOLDER DATED 15 FEBRUARY 2001 AND JUNE 2001 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 6th JULY 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th JULY 2001.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

A handwritten signature in the bottom left corner.