

CHWP000

Please do not write in this margin

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

* insert full name of Company

CUMPANIES FUHM NO. 395 AC /00400040

Particulars of a mortgage or charge

A 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

2558025

PECEIVED

Name of company

* Eagle Stor ISA Manager Limited

Date of creation of the charge

24/1/2005

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

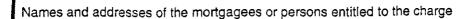
A Deed of Admission to An Omnibus Letter of Set-Off (OLSO) dated. 28 6 2004...(the "Letter")

Amount secured by the mortgage or charge

All or any of the present and future liabilities to Lloyds TSB Bank plc ("the Bank") of the companies below ("the Companies") or any of them on certain specific sterling current accounts listed in the Letter:

(List of companies party to the OLSO)

Company Number 3554212 Threadneedle Asset Management Holdings Limited 3701768 Threadneedle Investment Services Limited Threadneedle Asset Management Limited 573204 2558025 Eagle Star ISA Manager Limited 1921082 Eagle Star Unit Managers Limited 3834095 MM Asset Management Limited 2283244 Threadneedle International Limited 285988 Threadneedle Portfolio Services Limited 1497014 Threadneedle Property Investments Limited



Lloyds TSB Bank plc 25 Gresham Street

30-00-02

- London

Postcode

EC2V 7HN

Presentor's name address and reference (if any): 58 k | 18613 Lloyds TSB Bank plc City Office P.O. Box 72, Bailey Drive Gillingham Business Park Kent MES OLS

Time critical reference

Mortgage Section

For official Use

Post rccm

AL 195297

A04 COMPANIES HOUSE

0181 25/01/05

Page 1

27-1-05

Any sum or sums for the time being standing to the credit of any one or more of any present or future sterling current accounts of the Companies listed in the Letter or any of them with the Bank.

Please do not write in this margih

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

NOTE: By Clause 5 of the Letter, the Companies agreed that none of them would (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the Sterling current accounts listed in or referred to in the Letter for the time being of the Companies with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or otherwise dispose of any credit balance on any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank).

Particulars as to commission allowance or discount (note 3)

NIL
Signed Date 24/2005
On behalf of [company][mortgagee/chargee]t

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

t delete as appropriate

Notes

- 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.
- A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 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.
- 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:-

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02558025

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS LETTER OF SET-OFF DATED 28TH JULY 2004 AND DATED THE 24th JANUARY 2005 AND CREATED BY EAGLE STAR ISA MANAGER LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th JANUARY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28th JANUARY 2005.

THIS CERTIFICATE HAS BEEN AMENDED BY AN AMENDING CERTIFICATE DATED to los los







FILE COPY



OF A MORTGAGE OR CHARGE

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

COMPANY No. 02558025

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS LETTER OF SET-OFF DATED 28TH JUNE 2004 AND DATED THE 24th JANUARY 2005 AND CREATED BY THREADNEEDLE NAVIGATOR ISA MANAGER LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY FORMERLY KNOWN AS EAGLE STAR ISA MANAGER LIMITED AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th JANUARY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th AUGUST 2006.



