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## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

A fee of £13 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



03500054

Name of company

\* MAINESIDE DEVELOPMENTS LIMITED ("Company")

Date of creation of the charge

23 MAY 2008

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

Legal Charge ("Deed") made between the Company and CLOSE BROTHERS LIMITED ("Lender")

Amount secured by the mortgage or charge

All monies obligations and liabilities whatsoever whether for principal interest or otherwise which may now or at any time in the future be due owing or incurred by the Company to the Lender (or any company which is a member of the same group of companies as the Lender) under any facility whether present or future actual or contingent and whether alone severally or jointly as principal guarantor surety or otherwise and in whatever name or style and whether on any current or other account or in any other manner whatsoever and including but without limitation all interest commission fees and legal and other costs charges and expenses which the Lender or any receiver appointed by the Lender may charge or incur in relation to the Company or the Deed on a full indemnity basis and so that interest shall be computed and compounded according to the usual practice of the Lender as well after as before any demand or judgment.

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

CLOSE BROTHERS LIMITED, 10 CROWN PLACE, LONDON

Postcode

Presentor's name address and reference (if any)

DLA Piper Rudnick Gray Cary UK LLP  
3 Noble Street  
London  
EC2V 7EE

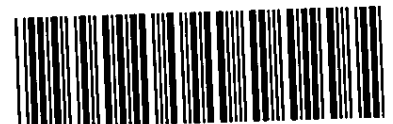
Ref: 74555/120093

Time critical reference

For official Use (02/00)  
Mortgage Section

Post room

THURSDAY



A48 \*A4F26045\* 200  
29/05/2008  
COMPANIES HOUSE

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Please do not write in this margin

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

\*insert full name of Company

Short particulars of all the property mortgaged or charged

The Company charges to the Lender with full title guarantee:

1 by way of first legal mortgage the property known as All that freehold land known as "Combined Services Club" Spennymoor as the same is registered at the Land Registry with title absolute under title number DU112706

2 by way of assignment any rental income and the benefit to the Company of all other rights and claims to which the Company is now or may in future become entitled in relation to the Property including but not limited to all rights and claims of the Company against all persons who now are or have been or may become lessees sub-lessees licensees or occupiers of the Property and all guarantors and sureties for the obligations of such persons,

3 by way of assignment.

3.1 the benefit of all guarantees warranties and representations given or made by and any rights or remedies against all or any professional advisors or contractors now or at any time engaged by the Company in relation to the. . (please see page 6)

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)

N/A

Signed



Date

23/5/08

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

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

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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ

† delete as appropriate

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

Please do not  
write in this  
binding margin

Continuation sheet No \_\_\_\_\_  
to Form No 395 and 410 (Scot)

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

Company Number

03500054

Name of Company

MAINESIDE DEVELOPMENTS LIMITED ("Company")

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  
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*Please complete  
legibly, preferably  
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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

*Please complete  
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. Property and the manufacturers suppliers or installers of all plant machinery fixtures and fittings and other items now or from time to time in the buildings erected or to be erected on the Property and any other person firm or company now or from time to time under contract with or under a duty to the Company and the benefit of all sums recovered in any proceedings against all or any of such persons

3.2 the benefit of all under any agreements relating to the Property under all the proceeds of any claim award or judgment arising out of any agreement and all sums paid or payable to the Company under or in respect of any agreements

3.3 all rights title and interest of the Company in and to all payments made under any and all present and future insurance policies in respect of the Property

3.4 by way of assignment or its rights under any agreement or arrangement entered into now or in the future by the Company with any person for the purpose of or in connection with the fixing capping or hedging of the rate of interest payable by the Company in respect of any borrowing or indebtedness and any right or option to enter into such agreement or arrangement

3.5 by way of assignment the goodwill of the business carried on by the Company and the benefit of all present and future and licenses and permits held in connection with such business

3.6 by way of fixed charge or funds standing to the credit of the Company from time to time on any account with the Lender including all receipts of rental income from time to time paid into its account with the Lender

3.7 by way of floating charge or movable plant machinery implements utensils furniture and equipment now or from time to time placed on or used in or about the Property

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**Particulars of a mortgage or charge  
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Continuation sheet No \_\_\_\_\_  
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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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Short particulars of all the property mortgaged or charged (continued)

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

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

**COMPANY NO. 3500054  
CHARGE NO. 10**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 23 MAY  
2008 AND CREATED BY MAINESIDE DEVELOPMENTS LIMITED  
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM  
THE COMPANY TO CLOSE BROTHERS LIMITED ON ANY  
ACCOUNT WHATSOEVER UNDER THE TERMS OF THE  
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING  
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1  
PART XII OF THE COMPANIES ACT 1985 ON THE 29 MAY 2008**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 3 JUNE 2008**



*Companies House*  
— for the record —



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**