

# M

COMPANIES FORM No. 395

## Particulars of a mortgage or charge

0400025

# 395

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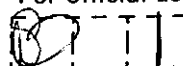
Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

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



03674797

Name of company

\* WYNSTAY CORPORATE Advisory Limited

\* insert full name  
of company

Date of creation of the charge

23RD February 2005

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

AN omnibus Guarantee and set-off Agreement  
(OGSA) dated 23RD February 2005 (the "Agreement")

Amount secured by the mortgage or charge

All moneys and liabilities then due or which might thereafter become due to Lloyds TSB Bank plc (the "Bank") from either the Company or any one or more of the other parties to the Agreement (other than the Bank) being at the date hereof the following companies:

see Attached List

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

Lloyds TSB Bank plc Department No. 0008  
Horley Securities Centre, P.O. Box 104,  
13 High Street, Horley, Surrey, RM6 7YA

Postcode

Presentor's name address and  
reference  
**Lloyds TSB Bank plc**  
**Horley Securities Centre,**  
**P.O. Box 104,**  
**13 High Street, Horley**  
**Surrey, RM6 7YA**

Ref LLC - 64820 - SAB

For official Use  
Mortgage Section

non part

PMO  
COMPANIES HOUSE

\*ARD153LS\*

A06  
COMPANIES HOUSE

\*AM66U3FL\*

A17  
COMPANIES HOUSE0138  
9/3/05  
0701  
15/03/050277  
09/03/05

Cat. No. CO 395  
London:  
HAW & SONS Ltd.,  
Shaway House,  
Lower Sydenham,  
SE26 5AE

Short particulars of all the property mortgaged or charged

Please do not  
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Please complete  
legibly, preferably  
in black type, or  
bold block lettering

Any sum or sums for the time being standing to the credit of any one or more of any present or future accounts of the Companies or any of them with the Bank (including any accounts held in the Bank's name with any designation which includes the name(s) of the Companies or any of them) whether such accounts be denominated in sterling or in a currency or currencies other than sterling.

NOTE: By Clause 14.7 of the Agreement, the Company agreed that it would not (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 accounts for the time being of the Company with the Bank or any sum or sums standing to the credit of 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

8/3/05

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

† 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.

**Schedule 1****Part 1 - The Attorney**

Name	Company Number	Registered Office
Brunswick Group LLP	OC 306588	16 Lincoln's Inn Fields London WC2A 3ED

**Part II - The Other Companies**

Name	Company Number	Registered Office
Brunswick Consulting LLP	OC 306582	16 Lincoln's Inn Fields London WC2A 3ED
Brunswick Public Relations LLP	OC 306583	16 Lincoln's Inn Fields London WC2A 3ED
Brunswick Corporate Advisory LLP	OC 306585	16 Lincoln's Inn Fields London WC2A 3ED
Brunswick Financial Advisory LLP	OC 306584	16 Lincoln's Inn Fields London WC2A 3ED
Brunswick Arts Consulting LLP	OC 306586	16 Lincoln's Inn Fields London WC2A 3ED
Merchant Group LLP	OC 306587	16 Lincoln's Inn Fields London WC2A 3ED
Wynnstay Consulting Ltd	02749778	16 Lincoln's Inn Fields London WC2A 3ED
Wynnstay Public Relations Limited	03205872	16 Lincoln's Inn Fields London WC2A 3ED
Brunswick Corporate Limited	2749771	16 Lincoln's Inn Fields London WC2A 3ED
Brunswick Financial Consultants Limited	3824717	16 Lincoln's Inn Fields London WC2A 3ED

Brunswick Corporate Consultants Limited	4058094	16 Lincoln's Inn Fields London WC2A 3ED
The Lincoln Centre Limited	03636828	16 Lincoln's Inn Fields London WC2A 3ED
Wynnstay Corporate Advisory Limited	03674797	16 Lincoln's Inn Fields London WC2A 3ED
Brunswick Consultants Limited	02749773	16 Lincoln's Inn Fields London WC2A 3ED
Wynnstay Financial Advisory Limited	03811147	16 Lincoln's Inn Fields London WC2A 3ED
Wynnstay Arts Consulting Limited	3968714	16 Lincoln's Inn Fields London WC2A 3ED
Wynnstay Brunswick Limited	2094879	16 Lincoln's Inn Fields London WC2A 3ED
Wynnstay Merchant Limited	2104264	16 Lincoln's Inn Fields London WC2A 3ED
Brunswick Group Services Limited	2675453	16 Lincoln's Inn Fields London WC2A 3ED

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03674797

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN OMNIBUS GUARANTEE AND SET-OFF AGREEMENT DATED THE 23rd FEBRUARY 2005 AND CREATED BY WYNNSTAY CORPORATE ADVISORY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES OR LIMITED LIABILITY PARTNERSHIPS 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 9th MARCH 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18th MARCH 2005.

*Pangela*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —