

# M

CHFP041

COMPANIES FORM No. 395

## Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

Please do not  
write in  
this margin

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

\* Insert full name  
of company

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

Name of company

\* Leisure Links International Limited

For official use Company number

4122164

Date of creation of the charge

5 February 2002

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

Trust Debenture creating fixed and floating charges, dated 5 February 2002 ("the Debenture")

Amount secured by the mortgage or charge

All monies (including interest) which on 5 February 2002 were or at any time thereafter may become due or owing by Leisure Links International Limited ("the Company") to the registered holder or holders for the time being of loan stock (as constituted in a loan stock deed executed by the Company on 5 February 2002).

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

Close Brothers Development VCT PLC (as security trustee for itself and other stockholders)  
12 Appold Street  
London

Postcode EC2A 2AW

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

Osborne Clarke  
Hillgate House  
26 Old Bailey  
London EC4M 7HW  
DX LDE 466

Ref: JAJ/0855405/275840

Time critical reference

For official use

Mortgage section

Post room

A16  
COMPANIES HOUSE0728  
15/02/02

Com 395-1/2

Short particulars of all the property mortgaged or charged

1. all freehold and leasehold property of the Company both present and future together with all buildings and fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and therein;

2. all plant, machinery, vehicles and other equipment on 5 February 2002 or thereafter owned by the Company together with the benefit of any obligations and warranties given by the manufacturer or supplier of such plant, machinery or other equipment and the benefit of all maintenance agreements entered into between the Company and any other person in respect of such plant, machinery and other equipment;

3. all shares and stock in the capital of any company which as at 5 February 2002 or at any time thereafter is owned by the Company or in which the Company otherwise has an interest together in all cases with all rights arising in respect thereof;

See continuation sheet

Please do not write in this margin

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

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

Particulars as to commission allowance or discount (note 3)

Signed Osborne Clarke

Date 14 February 2002

On behalf of [Company Name] [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.
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 CF4 3UZ.

Please do not  
write in this  
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## Particulars of a mortgage or charge (continued)

Continuation sheet No 1  
to Forms Nos 395 and 410 (Scot)

Company number

4122164

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

Name of company

Leisure Links International

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  
margin

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

Please do not write in this 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

4. (as far as it is able) the benefit of all present and future licences (statutory or otherwise) held in connection with its business or the user of any property the subject of the security created by or pursuant to the Debenture and the right to recover and receive all compensation which may at any time become payable to it in respect thereof;
5. all licences and patents (including applications and the rights to apply therefor), copyrights, rights in trademarks whether registered or not, trade names, rights in service marks whether registered or not, registered designs, know-how and rights in confidential information now or at any time belonging to it;
6. the goodwill and the uncalled capital of the Company both present and future;
7. the debts due or owing to the Company both present and future (whether or not the sum is such as would in the ordinary course of business be entered in the books relating to such business) and other debts the subject of the Charged Debts as and when the same shall become due or owing to the Company whether pursuant to the Charged Debts or otherwise together with the benefit of all securities, guarantees and indemnities for them and all liens, reservations of title, rights of tracing and other rights to enforce those claims;
8. all benefits in respect of all contracts and policies of insurance (including for the avoidance of any doubt, all cover notes) which are from time to time taken out by or (to the extent of such interest) in which the Company has an interest including, without limitation, keyman policies (if any) in respect of the lives of directors, officers or employees of the Company;
9. the stock-in-trade and work-in-progress (including without limitation all uninvoiced amounts in respect of contracting work or permanent recruitment assignments undertaken by the Company), prepayments, investments quoted on a recognised stock exchange and cash of the Company both present and future; and
10. all the present and future undertaking assets and rights, whatever and whenever, other than such as may be for the time being effectively charged or assigned to Close Brothers Development VCT PLC by any other provision of the Debenture and all other property and assets of the Company both present and future (including without limitation the right and benefit of all customer contracts of the Company).

**FILE COPY**



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

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

COMPANY No. 04122164

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A TRUST DEBENTURE CREATING FIXED AND FLOATING CHARGES DATED THE 5th FEBRUARY 2002 AND CREATED BY LEISURE LINKS INTERNATIONAL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE REGISTERED HOLDER OR HOLDERS FOR THE TIME BEING OF LOAN STOCK 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 15th FEBRUARY 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th FEBRUARY 2002.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

Dx  
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