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CHFP004

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of company

COMPANIES FORM No. 395

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

£10	COMPANIES HOUSE	4267540
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Name of company

* CABLE & WIRELESS ALPHA LIMITED ("the Company")

Date of creation of the charge

19 February 2002

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

Rent Security Deposit Deed ("the Deed")

Amount secured by mortgage or charge

The due performance and observance of the covenants agreements and conditions on the part of the Company under the lease ("the Lease") dated 4 February 2000 made between Lloyds Bank Plc (1) Exodus Internet Limited (2) and Exodus Communications Inc (3) of the property known as Unit 9 Phase 3 Matrix Park, Coronation Road, Park Royal, London NW10 for a term of 25 years from 29 September 1999 and all documents made supplemental or pursuant thereto, and all losses costs and expenses which the Bank may incur by reason of or consequent upon any breach of those covenants, agreements and conditions including (but not limited to) those set out in Clause 4 of the Deed. The Bank is entitled to set off the Deposit (as later defined) against any sums owed to it under the Lease.

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

The Royal Bank of Scotland Plc whose registered office is at 36 St Andrew Square

Edinburgh, EH2 2YB and whose address for service is at Drummond House, 1 Redheughs

Avenue, Edinburgh ("the Bank")

Postcode

EH12 9JN

Presentor's name address and
reference (if any):Wragge & Co
55 Colmore Row
Birmingham B3 2AS
Ref: XMM/MXR
Doc Ref: 3198268For official Use
Mortgage Section

Post room

BIR
COMPANIES HOUSE0243
08/03/02

Time critical reference

Lloyds £70x7
312492

395

Short particulars of all the property mortgaged or charged

The sum of £142,480 (One Hundred and Forty Two Thousand Four Hundred and Eighty Pounds) plus Value Added Tax together with any interest credited to the Deposit Account and any moneys received from the Company and added to the Deposit Account.

Deposit Account: such interest bearing deposit account opened at the Bank in the Bank's name and into which the Deposit is paid by the Landlord or such other London Clearing Bank or registered Building Society of the Bank's choice.

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

Particulars as to commission allowance or discount (note 3)

Nil

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

Signed

Wragge & Co.

Date

04/03/02

On behalf of [company] [~~mortgage/charge~~][†]

[†] 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 CF14 3UZ, DX: 33050 Cardiff

FILE COPY



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

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

COMPANY No. 04267540

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT SECURITY DEPOSIT DEED DATED THE 19th FEBRUARY 2002 AND CREATED BY CABLE & WIRELESS ALPHA LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc 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 8th MARCH 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th MARCH 2002.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —