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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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

4518490

Name of company

* CDP DUNSTABLE LIMITED ("the Company")

Date of creation of the charge

1 FEBRUARY 2005

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

LEGAL CHARGE DATED 1 FEBRUARY 2005 MADE BETWEEN THE COMPANY (1) THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ("the Bank") (2) ("the Legal Charge")

Amount secured by the mortgage or charge

SEE ATTACHED SCHEDULE

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

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND
CORPORATE BANKING MIDLANDS, 55 TEMPLE ROW, BIRMINGHAM

Postcode B2 5LS

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

Walker Morris Solicitors
Kings Court
12 King Street
LEEDS
LS1 2HL

JMP/WWF/BAN.68-537

Time critical reference

For official Use (02/00)
Mortgage Section

Post room



A55
COMPANIES HOUSE

0020
03/02/05

CHFP025

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

SEE ATTACHED SCHEDULE

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)

NIL

Signed



Date 1 FEBRUARY 2005

On behalf of ~~XXXXXX~~ [mortgagee/~~XXXXXX~~][†]

*A fee is payable
to Companies
House in
respect of each
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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

FORM 395 SCHEDULE
The Governor and Company of the Bank of Scotland/
CDP Dunstable Limited
Priory Place/Fairfax Street, Coventry

AMOUNT SECURED BY THE MORTGAGE OR CHARGE:

All sums of money owed and all liabilities or obligations to be carried out to the Bank at any time and from time to time by the Company whether:

- (i) they arise before or after the Bank has demanded that they are repaid or carried out;
- (ii) they are owed or to be carried out immediately or only after a stated event has occurred;
- (iii) the Debtor owes or is to carry them out on his own or jointly with any other persons;
- (iv) the Debtor owes or is to carry them out on his own account or as guarantor for other persons;

together with interest upon them and Expenses relating to them.

“Expenses” mean the total of the following:

- (i) any commission and other charges which the Bank may from time to time charge to the Company in the ordinary course of the Bank’s business in respect of the Debt or any service provided by the Bank to the Company;
- (ii) any costs, charges, premiums, fees and expenses incurred from time to time by the Bank or a receiver and which are either repayable to the Company under these Conditions or are incurred in the exercise by the Bank or a receiver of their powers under these Conditions;
- (iii) any costs, charges and expenses incurred by the Bank or a receiver in connection with the Bank or the receiver doing anything to protect the Charge or to obtain possession of or sell or deal (in any other way allowed by the Charge) with the property charged;

together with Value Added Tax upon such sums where appropriate.

SHORT PARTICULARS OF ALL THE PROPERTY MORTGAGED OR CHARGED

- 1 by way of legal mortgage the property known as leasehold property known as Priory Place/Fairfax Street, Coventry registered at H M Land Registry under title number WM834807 and more particularly described in a Lease dated 23 June 2004 made between The Council of the City of Coventry (1) CDP Priory Place Limited (2) **(the Property)**
- 2 by way of fixed charge all buildings and other structures on, and items fixed to the Property
- 3 by way of fixed charge all plant, machinery and other items affixed to and forming part of the Property on or at any time after the date of the Charge;
- 4 by way of fixed charge all plant, machinery and other items affixed to and forming part of the Property on or at any time after the date of the Charge;
- 5 by way of assignment all rental sums together with the benefit of all rights and remedies of the Company relating to them to hold to the Bank absolutely subject to redemption upon repayment of the secured liabilities;
- 6 by way of fixed charge the proceeds of any claim made under any insurance policy relating to any of the property charged under this Charge; and

- 7 by way of floating charge all unattached plant, machinery, chattels and goods now or at any time after the date of this Charge on or in or used in connection with the Property or the business and undertaking conducted at the Property;
- 8 by way of floating charge the undertaking and all other property assets and rights of the Company whatsoever and wheresoever both present and future (including but not limited to the property and assets referred to at 1 to 7 (inclusive) above).

The Charge provides that the Company will not without the prior consent in writing of the Bank create or attempt to create or permit to subsist any mortgage charge hypothecation pledge lien encumbrance trust arrangement contractual arrangement having the effect of security or other security interest whatsoever howsoever created or arising or to permit any other proprietary right or interest to accrue on or affect the property referred to at 1 above or any interest therein or any other rights interest estates and assets charged by the Charge.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04518490

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 1st FEBRUARY 2005 AND CREATED BY CDP DUNSTABLE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 3rd FEBRUARY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th FEBRUARY 2005.

P. Debbie



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES