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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)

Name of company

\* SAXON HALL FREEHOLD LIMITED

Date of creation of the charge

20 May 2005

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

DEBENTURE

Amount secured by the mortgage or charge

All or any moies and liabilities which shall from time to time (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to AIB by the Company, whether actually or contingently, solely or jointly and whether as principal or surety and whether or not AIB shall have been an original party to the relevant transaction, and including interest, discount, commission and other lawful charges or expenses which AIB may in the course of its business charge or incur in respect of any of those matters or for keeping the Company's account, and so that interest shall be computed and compounded according to the usual AIB rates and practice as well after as before any demand made or decree obtained under or in relation to this Debenture.

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

AIB Group (UK) plc 4 Queen's Square Belfast

Postcode BT1 3DJ

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

Memery Crystal  
44 Southampton Buildings  
London  
WC2A 1AP

Ref: CTF/U0046 0031 411898

Time critical reference

For official Use (02/00)  
Mortgage Section

Non  
Pant

Barcode: \*P0820069\*

PMO  
COMPANIES HOUSE  
A21  
COMPANIES HOUSE

0124  
27105105  
0682  
03/06/05

CHFP025

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

\*insert full name  
of Company



For official use

Company number

14

4676436

395

Short particulars of all the property mortgaged or charged

1. by way of **legal mortgage** all estates or interests in any freehold and/or leasehold property, if any described in the Schedule, fixtures (including trade and tenant's fixtures), fixed plant and machinery owned by or charged to the Company and from time to time on such freehold/leasehold property and/or proceeds of sale;
2. by way of **fixed equitable charge** all estates or interests in any freehold/leasehold property belonging to the Company now or at any time after the date of this Debenture (other than any property charged in terms of Clause 1 above) together with all buildings, fixtures (including trade and tenant's fixtures), plant and machinery which are at any time on the property and all present and future interests of the Company in or over land or the proceeds of sale of it and all present and future licences of the Company to enter upon or use land and the benefit of all other agreements relating to land to which it is or may become party or otherwise entitled and all fixtures (including trade and tenant's fixtures) which are at any time on the property charged under this Debenture;
3. by way of **fixed charge**:-
  - 3.1 all present and future stocks, shares and other securities owned (at law or in equity) by the Company and all rights and interests accruing or offered at any time in relation to them;

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legibly, preferably  
in black type, or  
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lettering**

Particulars as to commission allowance or discount (note 3)

Signed

*Mehery Crystal*

Date 26 May 2005

On behalf of [company] ~~XXXXXXXXXXXX~~ † SAXON HALL FREEHOLD LIMITED

*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  
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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

4676436

Name of Company

SAXON HALL FREEHOLD LIMITED

Limited\*

\* delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

3.2 all the Company's goodwill and present and future uncalled capital and all patents, patent applications, trade marks, trade mark applications, trading names, brand names, service marks, copyrights, rights in the nature of copyright, registered designs, know-how, inventions, rights in confidential information, service marks and all other intellectual property rights which, now or at any time during the existence of this Debenture, belong to the Company;

3.3 all plant, machinery, vehicles, computers and office and other equipment which now or at any time during the existence of this Debenture belong to the Company's stock in trade;

4. by way of **floating charge** its present and future undertaking and all its other property including those expressed as charged by way of fixed charge if such charge may fail to operate as a fixed charge.

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

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04676436

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 20th MAY 2005 AND CREATED BY SAXON HALL FREEHOLD LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO AIB GROUP (UK) PLC 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 27th MAY 2005.

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

*Pangels*



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES