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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.



395

042747/13

CHFP025

Please do not write in this margin

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

*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

3111

04941077

Name of company

* COTSWOLDGATE VENTURES LIMITED

Date of creation of the charge

19 SEPTEMBER 2005

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

Legal Charge ("the Charge")

Amount secured by the mortgage or charge

The Debt as defined in the continued particulars and the :

"Expense" or "Expenses" means the total of the following:

- (i) any commission and other charges which the Chargee may from time to time charge to the Company in the ordinary course of the Chargee's business in respect of the amount owed to the Chargee and secured by the Charge or any service provided by the Chargee to the Company;
- (ii) any costs, charges, premiums, fees and expenses incurred from time to time by the Chargee or a receiver appointed by the Chargee ("the Receiver") under the Charge and which are either repayable by the Company under the Charge or are incurred in the exercise by the Chargee or the Receiver of their powers under this Charge;

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

Aurelian Property Finance Limited, Priory House, Priory Street Usk,
Monmouthshire (the "Chargee")

Postcode NP15 1BJ

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

Halliwell's LLP
St James's Court
Brown Street
Manchester

SXM-395BoSAurCotsSt MartinLC

Time critical reference

For official Use (02/00)
Mortgage Section



A20
COMPANIES HOUSE

0741
29/09/05

In this section, the following words shall have the following meanings:-

"the Property"

Land and (Premises) at St Martin's Court, Midford Road, Bath under title number AV65222.

"Rental Sums" means all rents, profits, income, fees and other sums at any time payable by any lessees, underlessees, tenants or licensees of the Property to the Company pursuant to the terms of any agreements for lease, leases, underleases, tenancies or licences to which all or any part of the Property is subject but not any sums payable to in respect of services provided to such lessees, underlessees, tenants or licensees or payable in respect of insurance premiums or reasonable professional fees or expenses.

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T
+
95

Particulars as to commission allowance or discount (note 3)

None

Signed

Ha Ming Li LLP

Date 26 September 2005

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

A fee is payable
to Companies
House in
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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
write in this
binding margin

Continuation sheet No 1
to Form No 395 and 410 (Scot)

*Please complete
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bold block lettering*

Company Number

04941077

Name of Company

COTSWOLDGATE VENTURES LIMITED

Limited*

* delete if
inappropriate

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

(iii) any costs, charges and expenses incurred by the Chargee or the Receiver in connection with the Chargee or the Receiver doing anything to protect the chargee or to obtain possession of or sell or deal (in any other way allowed by the Charge) with the Property (as defined below);

together with Value Added Tax upon such sums where appropriate

"Debt" means all sums of money owed and all liabilities or obligations to be carried out to the Chargee at any time and from time to time by the Company whether:-

(i) they arise before and after the Chargee had 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 Company owes or is to carry them out on his own or jointly with any other persons;

(iv) the Company owes or is to carry them out on his own account or as guarantor for the other persons;

together with interest upon them and Expenses relating to them;

"Interest" means any sum of money payable to the Chargee by way of interest upon the amount owed to the Chargee and secured by the Charge.

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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

*Please complete
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1. By way of legal mortgage 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 any goodwill relating to the Property or the business or undertaking conducted at the Property;
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 of the Rental Sums together with the benefit of all rights and remedies of the Company relating to them to hold to the Chargee absolutely subject to redemption upon repayment of the amount secured under the Charge;
6. By way of fixed charge the proceeds of any claim made under any insurance policy relating to any of the property charged under the Charge; and
7. If the Company is a company (which shall include industrial and provident society registered under the Industrial and Provident Society Acts) by way of floating charge all unattached plant, machinery

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**Particulars of a mortgage or charge
(continued)**

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04941077

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 19th SEPTEMBER 2005 AND CREATED BY COTSWOLDGATE VENTURES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO AURELIAN PROPERTY FINANCE LIMITED 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 29th SEPTEMBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd OCTOBER 2005.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

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