

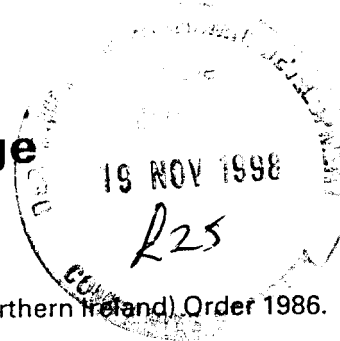
M

COMPANIES FORM No. 402

Particulars of a mortgage or charge

CR 53

402



Pursuant to Article 402(1) of the Companies (Northern Ireland) Order 1986.

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

To the Registrar of Companies

For official use

Company number

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N.I. 26421

48

34991

Name of company

* Premier Transco Limited

Date of creation of the charge

13th November 1998

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

Debt service reserve account charge between the Industrial Bank of Japan Limited as agent for various lenders ("Chargees") of the one part and Premier Transco Limited ("Chargor") of the other part.

Amount secured by the mortgage or charge

The Chargor shall on demand of the Chargees discharge each of the Secured Obligations and pay to the Chargees when due and payable each sum now or hereafter owing, due or incurred by the Chargor in respect of the Secured Obligations.

The Chargor charges the Deposit with full title guarantee and by way of first fixed charge, to the Chargees, for the payment and discharge of all of the Secured Obligations.

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

The Industrial Bank of Japan, Limited of London Branch, Bracken House
1 Friday Street, London

Postcode

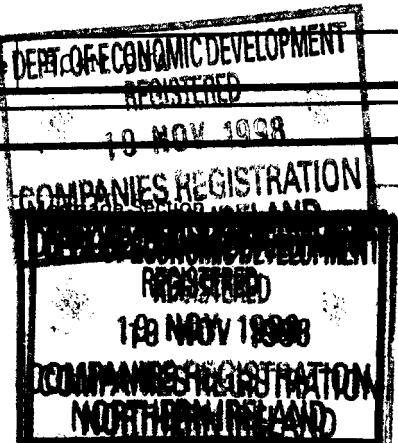
Presentor's name, address and
reference (if any):

Tughan & Co
Solicitors
30 Victoria Street
Belfast
BT1 5GS
Ref: JM/NM

For official use
DEPARTMENT OF
ECONOMIC DEVELOPMENT
COMPANIES REGISTRATION
RECEIVED
19 NOV 1998

RECEIPT No.

CHECKED



Short particulars of all the property mortgaged or charged

The Chargor charges assigns absolutely by way of security for the discharge of the Secured Obligations to the Chargees with full title guarantee all of its right, title and interest in the Deposit.

The Deposit referred to above, means the credit balance from time to time on the Debt Reserve Account (Account No - 2051-10971) opened by the Chargor with the Industrial Bank of Japan Limited.

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

Tuplan, G

Date 20th November 1998

On behalf of ~~company~~ [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 (Article 402). 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 (Article 405). 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 (Article 405), 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 Article 405(4) applies (property situate in Great Britain) and Form No. 405 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 Box 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 are insufficient the particulars must be entered on the prescribed continuation sheet.

DUPLICATE FOR THE FILE



NI26421

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE

Pursuant to Article 409(3) of the
Companies (Northern Ireland) Order 1986

I HEREBY CERTIFY that a Mortgage or Charge
dated the thirteenth day of November One thousand nine hundred and
ninety-eight and created by

PREMIER TRANSCO LIMITED

for securing all moneys now due, or hereafter to become due, or from
time to time accruing due from the Company to

THE INDUSTRIAL BANK OF JAPAN LIMITED

on any account whatsoever, was this day REGISTERED pursuant to
Part XIII of the Companies (Northern Ireland) Order 1986.

Given under my hand at Belfast, this nineteenth day of November
One thousand nine hundred and ninety-eight

Janet McCreesh

for the Registrar of Companies for
Northern Ireland

Certificate
received by

Recorded delivery

Date

10-DEC-98