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LLP395**Particulars of a mortgage or charge in respect of a Limited Liability Partnership**

CHFP025

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.*Please complete in typescript, or in bold black capitals***LLP Number**

OC323099

For official use

[X][I][I]

Full Name of Limited Liability Partnership

CODA SA1 LLP (the "Tenant")

Date of creation of the charge

31 JANUARY 2007

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

LEGAL CHARGE (The "Legal Charge")

Amount secured by the mortgage or charge

The leasehold property known as Plot A14B, SA1 Swansea Waterfront which forms part of the land registered under title number CYM58986 (the "Property") and the payment to be made by the Tenant to the National Assembly for Wales (the "Landlord") in the amount specified in and in accordance with the terms of paragraph 12.2 of Schedule 5 to the agreement for lease dated 31 January 2007 between (1) the Landlord (2) Tenant and (3) Coda A&D Co Ltd (the "Agreement for Lease") (the "Ecohomes Payment") and any part of the premium payable by the Tenant for the grant of the lease of the Property dated 31 January 2007 and made between (1) the Landlord and (2) the Tenant (the "Lease"), to be paid in accordance with the terms of the lease and in the amount calculated pursuant to clause 2.5 (please see continuation sheet 1)

Signed

G

Date

22/2/07

On behalf of ~~XXX~~ (mortgagee/~~XXXXX~~) (delete as appropriate)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the



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COMPANIES HOUSE

Eversheds LLP

1 Callaghan Square, Cardiff, CF10 5BT, DX 33016 Cardiff

5.KCB.1772654

Tel 0845 497 9797

E-mail kevinbooth@eversheds.com

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff

Please do not
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Particulars of a mortgage or charge (continued)

Please complete
in typescript, or in
bold black
capitals

Continuation sheet No 1
to Form LLP395 and 410 (Scot)

LLP Number

OC323099

Full Name of Limited Liability Partnership

CODA SA1 LLP

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

of the Agreement for Lease (the "Premium"), payment of which to the Landlord is not guaranteed by the guarantee given by The Royal Bank of Scotland PLC to the Landlord to guarantee the payment of the Premium (the "Guarantee") (the "Premium Shortfall"), the additional consideration defined in and payable by the Tenant in accordance with an agreement dated 31 January 2007 made between (1) the Landlord (2) the Tenant and (3) Coda A&D Co Ltd (the "Overage Agreement") (the "Additional Consideration") and all other sums due to the Landlord under the Legal Charge (the "Secured Amounts")

Names and addresses of the mortgagees or persons entitled to the charge	National Assembly for Wales Cathays Park Cardiff
Short particulars of all the property mortgaged or charged	<p>1. <i>See first page.</i></p> <p>1.1 The Tenant with full title guarantee charges the Property by way of second fixed legal mortgage with the payment of the Secured Amounts.</p> <p>1.2 The Legal Charge is made for securing the Secured Amounts. It is a continuing security and will not be discharged by any payment on account of the whole or any part of the Secured Amounts.</p> <p>1.3 If and when no further Secured Amounts are due to the Landlord and the Tenant has paid all Secured Amounts which have become due to the Landlord (if any) or it is determined that there is no Ecohomes Payment due; that there is no Premium Shortfall and that no Additional Consideration is payable in accordance with clause 3.3.2 of the Overage Agreement, the Landlord will at the request of the Tenant but at the cost of the Landlord release the Property from the Legal Charge.</p> <p>2. (please see continuation sheet 2)</p>
Particulars as to commission allowance or discount (note 3)	N/A

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 LLP398 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 LLP 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 Form LLP395 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**.

* As applied to LLPs by Schedule 2 of the Limited Liability Partnerships Regulations 2001

Please do not
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Particulars of a mortgage or charge (continued)

Please complete
in typescript, or in
bold black
capitals

Continuation sheet No 2
to Form LLP395 and 410 (Scot)

LLP Number

OC323099

Full Name of Limited Liability Partnership

CODA SA1 LLP

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

2.1 The Tenant is not (other than for the first legal charge in favour of a bank financial institution or other person taking security over either of the leases to be granted by the Landlord to the Tenant in the form attached to the Agreement for Lease (the "Leases") (the "Funder") to create or permit any legal charge, debenture, mortgage, lien or other form of security granting any legal or equitable charge over the Property whether fixed or floating but does not include the Legal Charge ("Security") to be created in or over the Property without the prior written consent of the Landlord (not to be unreasonably withheld or delayed)

2.2 The Landlord will on demand at any time enter into a deed of priority in the form of Appendix 6 to the Agreement for Lease with such amendments as may be required by a Funder and agreed by the Landlord each acting reasonably ("Deed of Priority") in accordance with the Overage Agreement

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985 as applied to Limited Liability Partnerships
pursuant to Paragraph 4 and Schedule 2 of the Limited Liability Partnerships Regulations 2000.

LLP No. OC323099

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT
A LEGAL CHARGE DATED THE 31st JANUARY 2007 AND CREATED BY CODA SA1 LLP
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE LIMITED
LIABILITY PARTNERSHIP TO NATIONAL ASSEMBLY FOR WALES 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 AS
APPLIED TO LIMITED LIABILITY PARTNERSHIPS PURSUANT TO PARAGRAPH 4 AND
SCHEDULE 2 OF THE LIMITED LIABILITY PARTNERSHIPS REGULATIONS 2000 ON
THE 13th FEBRUARY 2007.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28th FEBRUARY 2007.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES