

M

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

PN

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

To the Registrar of Companies
(Address overleaf—Note 5)

For official use

Company number

[M] [12]

2706348

Name of company

* MOUNT ANVIL CONSTRUCTION LIMITED

* insert full name
of company

Date of creation of the charge

3rd February 1995

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

Debenture

Amount secured by the charge

All monies which from time to time become payable to Bank of Ireland
by Mount Anvil Construction Limited under the terms of a Facility Letter
given by the Bank of Ireland on the 26th January 1995 and accepted by
Mount Anvil Construction Limited on the 30th January 1995.

6-9-9

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

91 BANK OF IRELAND
Lower Baggot Street
DUBLIN 2 Ireland

Postcode

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

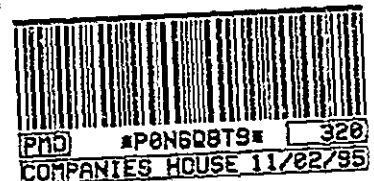
Bank of Ireland
33 London Rd
Kingston - Upon - Thames
SURREY KT2 6ND

For Official Use
Mortgage Section

Post Room

11 FEB 1995

Time critical reference



Short particulars of all the property charged

The Company as beneficial owner hereby charges and mortgages as a continuing security with the payment to the Bank of all moneys hereby agreed to be paid (including any expenses and charges arising out of or in connection with the acts or matters referred to in Clause 12 hereof) and with the discharge of all obligations and liabilities hereinbefore mentioned:-

Firstly - All the freehold or leasehold property described in the First Schedule hereto and all buildings, structures, fixtures (including trade fixtures) and fixed plant, machinery and equipment from time to time thereon.

Secondly - All future freehold and leasehold property of the Company and all buildings, structures, fixtures (including trade fixtures) and fixed plant, machinery and equipment from time to time thereon.

Thirdly - All present and future goodwill and connection of all businesses carried on by or on behalf of the company, any patents, trade marks, copyrights, registered designs and similar assets or rights for the time being owned or held by the company including all fees, royalties and other rights derived therefrom or incidental thereto and uncalled capital for the time being of the company.

Particulars as to commission allowance or discount (note 3)

Please do not write in this margin

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

Signed

Anthony Can

Date

10/2/95

On behalf of [company] [chargee]†

BANK OF IRELAND

† 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 (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 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

Particulars of a mortgage or charge (continued)

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

Company number

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

Name of company

MOUNT ANVIL CONSTRUCTION LIMITED

Limited*

*delete if
inappropriate

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

Fourthly - All book debts and other debts and all moneys whatsoever for the time being due, owing or payable to the Company, (including the benefit of any judgment or order to pay a sum of money) and the benefit of any mortgages, charges, pledges, liens, rights of set off or any security interest whatsoever, howsoever created or arising, for the time being held by the Company in respect of any such debts or moneys and all cash deposits in any account of the Company with any person and all bills of exchange, promissory notes and negotiable instruments of any description at any time owned or held by the Company.

Fifthly - All shares and marketable securities and options to acquire such shares and marketable securities for the time being owned by the Company and all rights in respect of or incidental thereto including all dividends, interest and other distributions and all accretions benefits and advantages.

Sixthly - All the right, title and interest of the Company to and in any proceeds of any present or future insurances.

Seventhly - The undertaking and all other property, assets and rights of the Company whatsoever and wheresoever both present and future.

The charge hereby created shall as regards the property firstly, secondly, thirdly, fourthly, fifthly and sixthly described be a first fixed charge (and as regards all those parts of the property firstly and secondly described now or hereafter vested in the Company shall constitute a charge by way of legal mortgage thereon) and as to the property seventhly described and to the extent any property, assets and/or rights are not or have ceased to be effectively mortgaged or charged by way of first fixed charge shall be a floating charge but so that the Company shall not without the consent in writing of the Bank create any mortgage, debenture, charge, pledge or any security interest whatsoever upon an so that no lien or right of set off shall in any case or in any manner arise on or affect any part of the property described under this Clause 4 ranking either in priority or or pari passu with the charge hereby created or which will rank after the charge contained in this Debenture.

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JORDAN & SONS LIMITED
JORDAN HOUSE
BRUNSWICK PLACE
LONDON W1C 6CE
TELEPHONE 01 253 3030
TELEX 754010



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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. 02706348

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 3rd FEBRUARY 1995 AND CREATED BY MOUNT ANVIL CONSTRUCTION LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR & THE COMPANY OF THE BANK OF IRELAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 11th FEBRUARY 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th FEBRUARY 1995.

M. SAHA

for the Registrar of Companies



C O M P A N I E S H O U S E

HC026B

post
14/2
for