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

*insert full name
of Company

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)

For official use

Company number

12

05231371

Name of company

* NCO. (One) Limited

Date of creation of the charge

21 May 2009

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

Legal Mortgage

Amount secured by the mortgage or charge

All present and future monies, obligations and liabilities owed by the Company to HSBC Bank plc whether actual or contingent and whether owed jointly or severally as principal or surety and/or in any other capacity (including without limitation those arising under clause 19.3.2 of the Legal Charge) together with all interest (including without limitation default interest) accruing in respect of such monies or liabilities.

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

HSBC Bank plc, 8 Canada Square, London

Postcode E14 5HQ

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

Irwin Mitchell LLP Solicitors
2 Wellington Place
Leeds
LS1 4BZ

PSS/3395902-1

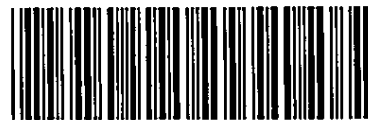
Time critical reference

For official Use (02/06)

Mortgage Section

| Post room

TUESDAY



AHNSTAGF

A08

26/05/2009

289

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

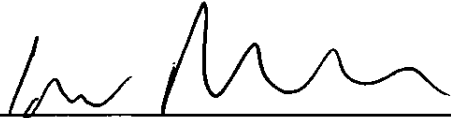
1. By way of First Legal Mortgage the freehold land on the south side of Cross Green Lane, Leeds registered at the Land Registry under title number WYK413207.
2. By way of First Legal Mortgage the freehold land and buildings lying to the north east side of Neptune Street, Leeds registered at the Land Registry under title numbers WYK606052 and WYK606040.
3. By way of First Fixed Charge all the company's rights and any policies of insurance relating to the properties including the proceeds of any claims under such policies, any rent and the benefit of any guarantee or security in respect of any rent.
4. By way of First Fixed Charge the benefit of all contracts, guarantees, appointments, warranties and other documents to which the company is a party or in its favour or which it has the benefit relating to any letting, development, sale, purchase or which it has the benefit relating to any letting, development, sale, purchase or the operation or otherwise relating to the properties including in each case but without limitation the right to demand and receive all monies whatsoever payable to or for its benefit under

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bold block
lettering*

Particulars as to commission allowance or discount (note 3)

Signed



Date 22 May 2009

On behalf of ~~XXXXXXXXXXXXXXXXXX~~ [chargee] †

*A fee is payable
to Companies
House in
respect of each
register entry
for a mortgage
or charge.
(See Note 5)*

† 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 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**

Name of company

*insert full name
of Company

* NCO. (One) Limited

Addendum 1/4

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

Addendum 2/4

2. Amount due or owing on the mortgage or charge (continued)

Addendum 3/4

3. Names, addresses and descriptions of the mortgages or persons entitled to the charge (continued)

Addendum 4/4

4. Short particulars of all the property mortgaged or charged (continued)

or arising from any of them or remedies provided for in any of them or available at law or in equity in relation to any of them the right to compel performance of any of them and all other rights, interests and benefits whatsoever accruing to or for its benefit arising from any of them.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 5231371
CHARGE NO. 2**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED 21
MAY 2009 AND CREATED BY NCO. (ONE) LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO HSBC BANK 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 26 MAY 2009**

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28 MAY 2009

ASr



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**