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CHFP041

Please do not
write in
this marginPlease 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

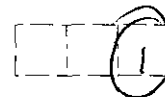
Pursuant to section 395 of the Companies Act 1985

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.019823/8

395

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

For official use Company number



1719652

Name of company

* ROYDEN & CO (FX) PLC

Date of creation of the charge

9TH NOVEMBER 2005

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

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL COMPANIES LIABILITIES TO C. HOARE & CO ("THE BANK") OF ANY KIND AND
IN ANY CURRENCY (WHETHER PRESENT OR FUTURE ACTUAL OR CONTINGENT OR
WHETHER INCURRED ALON OR JOINTLY WITH ANOTHER) INCLUDING BANKING CHARGES,
COMMISSION, INTEREST, COSTS, AND EXPENSES

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

C. HOARE & CO, 37 FLEET STRRET, LONDON, EC4P 4QD ("THE BANK")

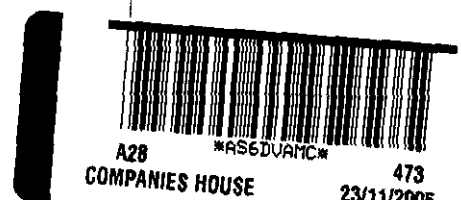
Postcode EC49 4QD

Presentor's name, address and
reference (if any):MICHAEL SEGEN & CO.
7TH FLOOR BATH HOUSE
52 HOLBORN VIADUCT EC1A
2FD
DX 1030 LDE

Time critical reference

For official use
Mortgage section

Post room



Short particulars of all the property mortgaged or charged

(1) BY WAY OF LEGAL MORTGAGE, UNIT 2, 16 TO 18 EMPRESS PLACE, LONDON SW6 1TT ("THE PROPERTY") ALL CONVENTS AND RIGHTS AFFECTING OR CONCERNING THE PROPERTY AND ANY SHARE FROM TIME TO TIME HELD BY THE COMPANY OR ANY LANDLORD OR MANAGEMENT COMPANY OF THE PROPERTY.

Please do not write in this margin

(2) BY WAY OF FIXED CHARGE:

- 2.1 THE FIXTURE AND FITTINGS OF THE COMPANY FROM TIME TO TIME ATTACHED TO THE PROPERTY.
- 2.2 THE PLANT AND MACHINERY VEHICLES AND COMPUTER EQUIPMENT OF THE COMPANY NOW AND IN THE FUTURE AT THE PROPERTY NOT REGULARLY DISPOSED OFF IN THE ORDINARY COURSE OF BUSINESS AND ALL ASSOCIATED WARRANTIES AND MAINTENANCE CONTRACTS.
- 2.3 THE FURNITURE FURNISHINGS EQUIPMENTAL TOOLS AND OTHER CHATTELS OF THE COMPANY NOW AND IN THE FUTURE AT THE PROPERTY AND NOT REGULARLY DISPOSED OFF IN THE ORDINARY COURSE OF BUSINESS.
- 2.4 THE PRESENT AND FUTURE GOODWILL OF ANY BUSINESS CARRIED ON AT THE PROPERTY BY OR ON BEHALF OF THE COMPANY THE RENTS RECEIVABLE FROM ANY LEASE GRANTED OUT OF THE PROPERTY AND THE PROCEEDS OF ANY INSURANCE FROM TIME TO TIME AFFECTING THE PROPERTY OR THAT ASSETS REFERRED TO ABOVE.

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

NOTE: THE LEGAL CHARGE CONTAINS CONVENTS BY THE COMPANY WITH THE BANK NOT WITHOUT THE BANKS PRIOR CONSENT TO: (A) CREATE OR PERMIT TO ARISE ANY MORTGAGE CHARGE OR LIEN ON THE CHARGED PROPERTY, NOR TO DISPOSE OFF THE CHARGED PROPERTY; (B) GRANT OR ACCEPT OR SURRENDER OF ANY LEASE OR LICENCE OR PART WITH OR SHARE POSSESSION OR OCCUPATION OF THE PROPERTY .

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Particulars as to commission allowance or discount (note 3)

Signed Michael Jagan Date 22/11/05
On behalf of [company] [mortgagee/chargee]*

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. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ.

*Delete as appropriate

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01719652

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 9th NOVEMBER 2005 AND CREATED BY ROYDEN & CO (FX) PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO C HOARE & CO ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd NOVEMBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th NOVEMBER 2005.

PMM



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES