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Please do not write in this binding margin

bold block lettering

* insert full name

of company

Please complete

legibly, preferably in black type, or

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

A fee of £10 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 5)

Name of company

For official use

Company number

[689]

01011674

Suffolk Life Annuities Limited

Date of creation of the charge

31 October 2006

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

Legal Charge

Amount secured by the mortgage or charge

All monies, obligations and liabilities whatsoever whether for principal interest or otherwise which may now or any time in the future be due owing or incurred by the company to Alliance & Leicester Commercial Plc whether present or future, actual or contingent and whether a loan severally or jointly as principa guarantor surety or otherwise and all the company's liabilities whatsoever to the bank included (without limitation) indebtedness on account of money advanced, bills of exchange permissory notes, obligations with respect to letters of credit, guarantees and indemnities and in whatever name or style and whether on any current or other account or in any other manner whatsoever together with interest and including (but without limitation) all expenses and so that interest shall be calculated and compounded according to the usual manner of the bank (as well after as before judgment and the right to such interest shall not merge in any judgment).

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

Alliance & Leicester Commercial Bank Plc

Corporate Advances Branch

Bootle, Merseyside

Postcode

G1R OAA

Presentor's name address and reference frameharts

SCLICITORS
18 BLATCHINGTON ROAD
HOVE, EAST SUSSEX BN3 3YN

PH.35992.Suffolk Life

Time critical reference

For official Use Mortgage Section



A50 COMPANIES HOUSE 522 09/11/2006

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The Town House, Market Street, Hailsham, East Sussex BN27 2AE

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

Particulars as to commission allowance or discount Note 3)

Signed

Date 6 November 2006

Date 6 November 2006

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

Notes

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

- 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.
- A description of the instrument, eg "Trust Deed", "Debentures, "Mortgage", or "Legal charge", etc. as the case may be, should be given.
- 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.
- 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 CE14 3117



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01011674

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 31st OCTOBER 2006 AND CREATED BY SUFFOLK LIFE ANNUITIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ALLIANCE & LEICESTER COMMERCIAL 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 9th NOVEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th NOVEMBER 2006.



