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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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

[[1416]]

267163

Name of company

* Hampton Trust plc (the **Chargor**)

Date of creation of the charge

30 December 2005

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

A debenture (the **Debenture**) made between (1) the **Chargor** and (2) Mount Street Properties Limited (**Newco**).

Amount secured by the mortgage or charge

The liabilities of the **Chargor** to **Newco** under or pursuant to the Litigation Funding Agreement except for any liabilities which, if secured by the **Debenture**, would result in a contravention by the **Chargor** of section 151 of the Companies Act 1985 (the **Secured Obligations**).

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

Mount Street Properties Limited (registered in England and Wales with registered number 05598507) of One Fleet Place, London

Please return
via
CH London Counter

Postcode EC4M 7WS

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

Denton Wilde Sapte
1 Fleet Place
London
EC4M 7WS

CS/JXP/55987.00003

Time critical reference

For official Use (02/00)
Mortgage Section

Post room



LD2
COMPANIES HOUSE

224
11/01/2006

1 Security

1.1 The Chargor charged, with full title guarantee, as continuing security for the payment of the Secured Obligations, in favour of Newco by way of floating charge the whole of the Chargor's undertaking and all its property, assets and rights, whatsoever and wheresoever, present and future.

1.2 Paragraph 14 of Schedule B1 to the Insolvency Act 1986 (incorporated by Schedule 16 of the Enterprise Act 2002) shall apply to any floating charge created pursuant to the Debenture.

(Continued on doc 7310755)

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

Signed

Denton Wilde Septe

Date

10 January 2006

On behalf of ~~XXXXXX~~ [mortgagee/chargee] †

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

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

† delete as
appropriate

Company Number

267163

Name of LLP

Hampton Trust plc

(Continued from doc 7310749)

2 Negative pledge

The Chargor covenanted that it shall not create or permit to subsist any Security (other than the CULS Loan Debenture) over any Charged Property.

3 Definitions

Charged Property means the property, assets and income of the Chargor mortgaged, assigned or charged to Newco by or pursuant to the Debenture and each and every part thereof.

CULS Loan Debenture means a debenture executed on the date of the Debenture by the Chargor in favour of the Trustee.

Litigation Funding Agreement means the agreement dated on or about the date of the Debenture between the Chargor and Newco.

Security means a mortgage, charge, pledge, lien, assignment by way of security, retention of title provision, trust or flawed asset arrangement (for the purpose of, or which has the effect of, granting security) or other security interest securing any obligation of any person or any other agreement or arrangement in any jurisdiction having a similar effect.

Series A Stock is defined in the Trust Deed.

Trust Deed means the trust deed dated 1 July 1993 between the Chargor and the Trustee as trustee (as amended and/or supplemented from time to time).

Trustee means Royal Exchange Trust Company Limited whose registered office is at The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU in its capacity as trustee under the Trust Deed in respect of the Series A Stock.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00267163

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 30th DECEMBER 2005 AND CREATED BY HAMPTON TRUST PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MOUNT STREET PROPERTIES LIMITED 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 11th JANUARY 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16th JANUARY 2006.

pm



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —