

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

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

To the Registrar of Companies

For official use

Company number

U14 138

2220656

Name of company

* JBA SOFTWARE PRODUCTS LIMITED

("the Company")

* insert full name
of company

Date of creation of the charge

16th day of November 19 95

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

Legal Mortgage ("the Mortgage") made between (1) the Company and
(2) Allied Irish Banks, p.l.c. ("the Security Trustee") in its capacity as trustee for itself
and AIB Finance Limited.

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to Allied Irish Banks, p.l.c.
and/or AIB Finance Limited.

Ob 1 type

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

Allied Irish Banks, p.l.c. (as Security Trustee aforesaid)

(Branch Address): BANKCENTRE-BRITAIN, BELMONT ROAD, UXBRIDGE, MIDDLESEX

Postcode

UB8 1SA

Presentor's name address and
reference (if any):
GATELEY WAREING, SOLICITORS
EQUITY HOUSE, 7 ROWCHESTER
COURT, WHITTALL STREET,
BIRMINGHAM, B4 6DD
Ref: 198-85-7-NJH

For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

By way of Legal Mortgage the ~~freehold~~/leasehold property known as "NEEDLES HOUSE",
BIRMINGHAM ROAD, STUDLEY, WARWICKSHIRE
~~(as the same is registered at H.M. Land Registry under title number-~~ BEING THE PROPERTY
COMPRISED IN A LEASE DATED 16TH NOVEMBER 1995 AND MADE BETWEEN (1) JBA
("the Mortgaged Property"). PROPERTY MANAGEMENT LIMITED AND (2) THE COMPANY

Please do not
write in
this margin

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

The Company also charged by way of specific charge the goodwill and connection of the business
or businesses from time to time carried on by or for the account of the Company upon all or any
part of the Mortgaged Property ("the Goodwill").

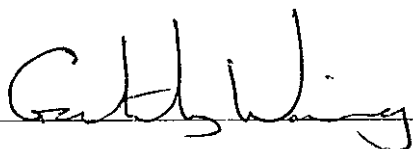
The Company also charged by way of floating security all moveable plant, machinery, implements,
furniture, equipment, stock-in-trade, work-in-progress and other chattels of the Company at any
time placed on or used in or about the mortgaged property.

The Company covenants with the Security Trustee not without the prior written consent of the
Security Trustee to create or permit to subsist any mortgage charge or other encumbrance in favour
of any third party of or affecting the Mortgaged Property (including the Goodwill and the property
charged by way of floating security) or any part or parts thereof.

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 20th November 1995

On behalf of ~~company~~ (mortgagee/chargee)†

† 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02220656

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 16th NOVEMBER 1995 AND CREATED BY JBA SOFTWARE PRODUCTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ALLIED IRISH BANKS PLC AND/OR AIB FINANCE LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 21st NOVEMBER 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd NOVEMBER 1995.


D. JENKINS

for the Registrar of Companies



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

HC026B

post
22/11
Jm