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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

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

211

2861685

Name of company

*
KENKKO GROUP LIMITED

*Insert full name
of company

Date of creation of the charge

28 OCTOBER 1996

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

CHARGE OVER CREDIT BALANCES

Amount secured by the mortgage or charge

1. All present or future joint or several indebtedness of the Company to the Bank on any current or other account with interest and Bank charges.
2. All other joint or several liabilities whatsoever of the Company to the Bank present future actual or contingent.
3. All costs charges and expenses howsoever incurred by the Bank in relation to the Charge or such indebtedness or liabilities on a full indemnity basis.

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

Bank Leumi (UK) Plc
4/7 Woodstock Street
LONDON

Postcode W1A 2AF

Presentor's name, address and
reference (if any):

Bank Leumi (UK) Plc
4/7 Woodstock Street
LONDON
W1A 2AF

For official use
Mortgage section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

The Debtor by way of first fixed charge all monies from time to time held to the credit of the Company by the Bank on any current, deposit or other account or accounts which the Company may now or hereafter have with the Bank or under any deposit receipt ("the Deposit Monies").

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

{*N.B.*: the Company shall not without the prior written consent of the Bank be entitled to receive, withdraw, assign, charge, encumber or otherwise deal with the Deposit Monies unless and until the Bank is satisfied that the liabilities referred to in the Charge shall have been discharged in full to the satisfaction of the Bank.}

Particulars as to commission allowance or discount (note 3)

NONE

Signed



Date

14.11.96

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. 02861685

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER CREDIT BALANCES DATED THE 28th OCTOBER 1996 AND CREATED BY KENKKO GROUP LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BANK LEUMI (UK) PLC ON ANY ACCOUNT WHATSOEVER PURSUANT TO THE TERMS OF THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 15th NOVEMBER 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18th NOVEMBER 1996.

R. L. Adams

SEAL

for the Registrar of Companies

Post
18-11-96
[Signature]



COMPANIES HOUSE

HC026B