

# M

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

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 6)

Name of company

\* CHAMELEON DEVELOPMENTS UK LIMITED

Date of creation of the charge

2 AUGUST 2002

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

DEBENTURE

Amount secured by the mortgage or charge

ALL MONIES AND LIABILITIES

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

CREDIT & MERCANTILE PLC  
CHARLEWOOD HOUSE  
BLACKBERRY LANE  
LINGFIELD, SURREY

Postcode RH7 6NG

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

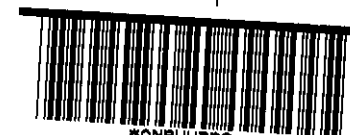
Nabarro Nathanson  
1 South Quay  
Victoria Quays  
Sheffield  
S2 5SY

CTS/JB/C3134/186

Time critical reference

For official Use  
Mortgage Section

Post room



A22  
COMPANIES HOUSE

0851  
15/08/02

CHFP025

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this margin

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

\*insert full name  
of Company

FEE £10 PAID  
21 10 02  
COMPANIES HOUSE  
204504-10

# 395

For official use

Company number

3186787

4381502

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SEE ATTACHED SHEET

Please do not  
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legibly, preferably  
in black type, or  
bold block  
lettering

Particulars as to commission allowance or discount (note 3)

N/A

Signed Nathanael Nathanson

Date 14 AUGUST 2002

On behalf of [XXXXXX XXXXXXXX rgee] †

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

† 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.
- 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 CF14 3UZ

**Continuation to form M395**

1. The Company hereby charges with full title guarantee in favour of the Lender for the payment or discharge of all moneys and liabilities hereby covenanted to be paid or discharged by the Company.
2. by way of legal mortgage all other freehold and leasehold property of the Company now vested in the Company (whether or not registered at HM Land Registry) together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon;
3. by way of first fixed charge all estates or interests in future freehold and leasehold property of the Company and the proceeds of sale thereof together with all buildings fixtures (including trade fixtures) and fixed plant machinery from time to time thereon and all the goodwill and uncalled capital for the time being of the Company;
4. by way of first fixed charge all book debts and other debts now and from time to time due or owing to the Company together with the full benefit of all guarantees and securities therefore and indemnities in respect thereof;
5. by way of fixed charge all plant machinery vehicles computers and office and other equipment owned by the Company both present and future;
6. by way of fixed charge all credit balances of the Company with other bankers or third parties;
7. by way of fixed charge all stocks shares debentures bonds notes loan capital of any subsidiary company and any other body corporate and all rights to subscribe for redeem convert other securities into or otherwise acquire any of the same which may now or hereafter belong to the Company together with all dividends interest and other income and all other rights of whatsoever kind deriving from or incidental to any of the foregoing;
8. by way of first fixed charge the goodwill of the company and its uncalled capital now or at any time hereafter in existence;
9. by way of fixed charge all copyrights patents patent applications licenses trade marks tradenames know-how and inventions or other rights of every kind deriving there from now or at any time hereafter belonging to the Company and all fees royalties and other rights of every kind deriving from such copyrights patents trade marks tradenames know-how and inventions;
10. by way of a first floating charge all other the undertaking assets property and rights of the Company whatsoever and wheresoever both present and future and any property assets or rights not effectively charged by way of legal mortgage or fixed charge hereunder.

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04381502

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 2nd AUGUST 2002 AND CREATED BY CHAMELEON DEVELOPMENTS UK LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CREDIT AND MERCANTILE PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 15th AUGUST 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19th AUGUST 2002.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —