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COMPANIES FORM No. 395

077675160

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 6)

For official use

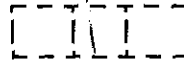
Company number

CHFP025

Please do not
write in
this margin

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

*insert full name
of Company



4893332

Name of company

* I.M. PROPERTIES (READING 1) LIMITED

("the Company")

Date of creation of the charge

26 September 2003

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

Deed of Assignment of Contract by Way of Security ("the Assignment")

Amount secured by the mortgage or charge

All moneys and the discharge of all obligations and liabilities whether actual or contingent now or hereafter due, owing or incurred to the Bank by the Company in whatever currency denominated whether on any banking or other account or otherwise in any manner whatsoever (whether alone or jointly and in whatever style, name or form and whether as principal or surety) including, without limitation, all liabilities in connection with foreign exchange transactions, accepting, endorsing or discounting any notes or bills, or under bonds, guarantees, indemnities, documentary or other credits or any instruments whatsoever from time to time entered into by the Bank for or at the request of the Company, and all amounts which may become payable or for which the Company may become liable under the Assignment and together with interest to date of payment as provided by the Assignment, commission, fees and other charges and all legal and other costs, charges and expenses incurred by the Bank or any receiver in relation to the Company or all or any part

[continued]

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

The Governor and Company of the Bank of Ireland whose principal office is situate at Lower Baggot Street, Dublin 2, Ireland.

("the Bank")

Postcode

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

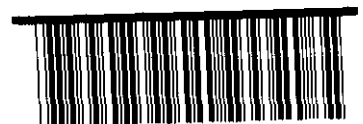
Martineau Johnson
St Philips House
St Philips Place
Birmingham
B3 2PP

LRB/IPB/BA523.18

Time critical reference

For official Use
Mortgage Section

Post room



A48
COMPANIES HOUSE

0501
09/10/03

Short particulars of all the property mortgaged or charged

Firstly- All the right title benefit and interest of the Company whatsoever present and future whether proprietary contractual or otherwise under or arising out of or evidenced by the documents particulars whereof are specified in Schedule 1 as from time to time varied extended or replaced with the full benefit of all guarantees indemnities and other security in respect of the same (all such documents and security being collectively the "Assigned Documents" which expression includes each and every of the same) including but not limited to all claims for damages or other remedies in respect of any breach thereof;

Secondly- All book and other debts revenues and claims both present and future (including things in action) which may give rise to a debt revenue or claim due or owing or which may become due or owing to the Company under or by virtue of the Assigned Documents or in connection with the rights of the Company evidenced thereby (including all claims against insurers) and the present and future right title benefit and interest of the Company to or in the same together with all rights and remedies relating to or for enforcing the Assigned Documents in the name of the Company or otherwise [continued]

Please do not write in this margin


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

75

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

8/10/03

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

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

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company Number

4893332

Name of Company

I.M. PROPERTIES (READING 1) LIMITED

("the Company" ~~XXXXX~~
~~XXXXX~~)

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

of the property, assets and rights for the time being comprised in or subject to the charges contained in the Assignment on a full indemnity basis and also all losses and damages that may be sustained, suffered or incurred by the Bank arising out of or in connection with any act, matter or thing done or omitted to be done by the Company under this Assignment or any document, arrangement or agreement between the Company and the Bank or any disclaimer of any of its contracts, agreements or arrangements or any of its liabilities or obligations to the Bank, and also interest on the foregoing to the date of payment (the "Secured Liabilities").

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

Please do not
write in this
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

including but not limited to all reservation of proprietary rights rights of tracing and all other rights and remedies of whatsoever nature now or hereafter held by the Company in respect of all or any of the foregoing and all monies from time to time becoming due or owing thereunder or in connection therewith but so that the Bank shall not in any circumstances incur any liability whatsoever in respect of any of the foregoing.

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

The Company may not without the Bank's prior consent (not to be unreasonably refused or delayed) vary extend release determine or rescind any of the Assigned Documents or grant time for payment or indulgence or compound with discharge waive release set off or vary the liability of any other person thereunder or consent to any act or omission as would otherwise constitute a breach or concur in accepting or varying any compromise arrangement or settlement relating thereto or do or suffer any act or thing or permit any set off whereby the recovery of any monies payable may be delayed or impeded.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04893332

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT OF CONTRACT BY WAY OF SECURITY, DATED THE 26th SEPTEMBER 2003 AND CREATED BY I.M. PROPERTIES (READING 1) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND 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 OCTOBER 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th OCTOBER 2003.

P.G.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —