



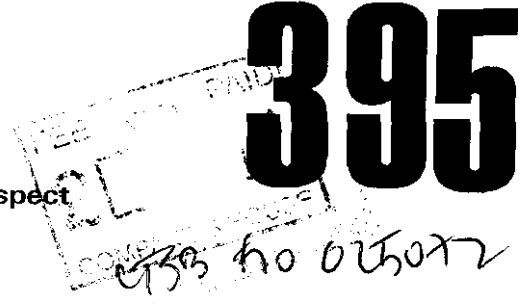
CHFP041

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985
Companies House Approval No: CHA113

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



Please do not write in this margin

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

*Insert full name of company

To the Registrar of Companies
(Address overleaf - Note 6)

R21

For official use

1 3 5

Company number

19772

Name of company

*
WINTERTHUR LIFE UK LIMITED

Date of creation of the charge

25 October 1999

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

Commercial Mortgage

Amount secured by the mortgage or charge

All monies, obligations and liabilities present or future due, owing or incurred to Bristol & West when the same become due for payment or discharge whether by acceleration or otherwise. The monies, obligations or liabilities may be:

- express or implied
- present future or contingent
- joint or several
- incurred as principal or under a guarantee or indemnity
- originally owing to Bristol & West or purchased or otherwise acquired by it
- denominated in sterling or in any other currency
- incurred on any banking or other account or in any other name whatsoever

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

Bristol & West Plc of PO Box 27
Broad Quay
Bristol
Postcode BS99 7AX

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

Beachcroft Wansbroughs
10-22 Victoria Street
Bristol BS99 7UD

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Mortgage section



Time critical reference

Short particulars of all the property mortgaged or charged

1.	By way of legal mortgage the property known as 35 Long Causeway, Peterborough (title number CB146336 (the "Property")) and all buildings, fixtures and fixed plant and machinery from time to time on such property together with all estates, rights, title, options, and privileges appurtenant to, or benefitting, the same including all beneficial interests of the Company in the Property.
2.	By way of fixed charge the benefit of all guarantees, indemnities, rent deposits, agreements, contracts, undertakings and warranties relating to the Charged Property.
3.	By way of an assignment the goodwill of the business carried on by the Company at the Property.
4.	By way of an assignment all monies from time to time payable to the Company in relation to contracts or policies of insurance by the Company or to which the Company is entitled (including the refund of any premiums).
A	The above assets (the "Charged Property") are charged or, as appropriate, assigned as continuing security
B	The Commercial Mortgage secures further advances.
C	The Commercial Mortgage contains restrictions upon dealing in anyway with the Property (including leasing, assigning, disposing, charging or surrendering any interest in the Property).
D	The Commercial Mortgage contains a further assurance clause.

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)

Nil

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

Signed *Beachcroft Wansbroughs*

Date 27.10.99

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.
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 CF4 3UZ

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 00019772

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A COMMERCIAL MORTGAGE DATED THE 25th OCTOBER 1999 AND CREATED BY WINTERTHUR LIFE UK LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BRISTOL & WEST PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 28th OCTOBER 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2nd NOVEMBER 1999.

A handwritten signature in black ink, appearing to be 'R. J. R.' or similar.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC026B