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105012/10

COMPANIES FORM No. 395

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

[] [] [] [] [] []

04605382

TAKEN FROM DECA

Name of company

* Tregae Hotel Limited (the "Company")

Date of creation of the charge

17th January 2003

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

Legal Charge made between the Company (1) and the Governor and Company of the Bank of Scotland ("BoS") (2)

Amount secured by the mortgage or charge

All sums of money owed and all liabilities or obligations to be carried out to BoS by the Company at any time and from time to time by any and every person who has agreed to repay such a sum to BoS whether:
(i) they arise before or after BoS has demanded that they are repaid or carried out
(ii) they are owed or to be carried out immediately or only after a stated event has occurred;
(iii) the Company owes or is to carry them out on its own or jointly with any other persons;
(iv) the Company owes or is to carry them out on its own account or as guarantor for other persons; together with Interest upon them and Expenses relating to them.
For the purposes of the Charge Expenses means the total of the following:
(i) any commission and other charges which BoS may from time to time charge to the Company in the ordinary course of BoS's business in respect of the sums secured by the Charge or any service provided by BoS to the Company;

(Continued on continuation sheet)

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

The Governor and Company of the Bank of Scotland of Edinburgh & Lothians Business Centre, Level 7, Orchard Brae House, 30 Queensferry Road, Edinburgh

Postcode EH4 2UZ

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

Field Fisher Waterhouse
35 Vine Street
London
EC3N 2AA

EJA/34509-283 (2191842)

Time critical reference

For official Use
Mortgage Section

Post room



A24
COMPANIES HOUSE

0708
22/01/03

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Short particulars of all the property mortgaged or charged

THE Company with full title guarantee charges:-

- 1 by way of legal mortgage the freehold property known as Tregea Hotel, High Street, Padstow PL28 8BB as the same is registered at H.M. Land Registry under Title Number CL144028 (the "Property")
- 2 by way of fixed charge all buildings and other structures on, and items fixed to, the Property;
- 3 by way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property;
- 4 by way of fixed charge all plant, machinery and other items affixed to and forming part of the Property on or at any time after the date of this Charge;
- 5 by way of assignment all rents, profits, income, fees and other sums at any time payable by any lessees, underlessees, tenants or licensees of the Property to the Company pursuant to the terms of any agreements for lease, leases, underleases, tenancies or licences to which all or any part of the Property is subject but not any sums payable in respect of services provided to such lessees, underlessees, tenants or licensees or payable in respect of insurance premiums or reasonable professional fees or expenses together with the benefit of all rights and remedies of the Company relating to them to hold to the BoS absolutely subject to redemption upon repayment of the money secured by the Charge;
- 6 by way of fixed charge the proceeds of any claim made under any insurance policy relating to any of the property charged under the Charge; and
- 7 by way of floating charge all unattached plant, machinery, chattels and goods now or at any time after the date of the Charge on or in or used in connection with the Property or the business or undertaking conducted at the Property.

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)

Signed

Aled Rhys Watkinson

Date

17 January 2003

On behalf of [company] [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

04705382

Name of Company

Tregea Hotel Limited (the "Company")

Limited*

* delete if
inappropriate

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

[Empty box for description of the instrument]

(ii) any costs, charges, premiums, fees and expenses incurred from time to time by BoS or a Receiver under the Charge and which are either repayable by the Company under the Charge or are incurred in the exercise by BoS or the Receiver of their powers under the Charge;

(iii) any costs, charges and expenses incurred by BoS or the Receiver in connection with BoS or the Receiver doing anything to protect the Charge or to obtain possession of or sell or deal (in any other way allowed by the Charge) with the Property;

together with Value Added Tax upon such sums where appropriate

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

FILE COPY



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

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

COMPANY No. 04605382

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 17th JANUARY 2003 AND CREATED BY TREGEA HOTEL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd JANUARY 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th JANUARY 2003.

A handwritten signature in blue ink, appearing to be 'P. J. J.', located in the lower-left quadrant of the page.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —