

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

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

*insert full name of company

To the Registrar of Companies

For official use

Company number

104

19772

Name of company

* Winterthur Life UK Limited

Date of creation of the charge

1 October 1997

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

Legal Charge

Amount secured by the mortgage or charge

All monies (including further advances borrowed by the Company from Northern Rock Building Society ("the Society") pursuant to a facility letter dated 14 February 1997 addressed to the Company by the Society and all monies and liabilities which shall for the time being be due owing or incurred to the Society by the Company pursuant to the said facility letter including sums becoming due and interest payable thereunder and under this charge as well after as before any demand made or judgement obtained and other lawful charges and expenses of the Society made or incurred in connection therewith or with this charge; and ALL other present and/or future indebtedness on any account and all other liability whatsoever and howsoever arising of the Company to the Society present future actual and/or contingent and whether alone or jointly and whether as principal or surety.

The charge contains a prohibition clause against the Company creating further charges or mortgages or disposing assigning selling or transferring the property without consent of the Lender.

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

Northern Rock Building Society
Northern Rock House
Gosforth, Newcastle Upon Tyne
NE3 4PL

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

Dibb Lupton Alsop
Windsor House
Temple Row
Birmingham
B2 5LF

DAC/46402-10

Time critical reference

For official use
Mortgage Section

Post room



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COMPANIES HOUSE 10/10/97

Short particulars of all the property mortgaged or charged

- (A) By way of Legal Mortgage the leasehold property situate at and known as Phase III Orchard Court Binley Business Park Coventry more particularly described in a Lease dated 1 October 1997 and made between (1) The Council of the City of Coventry (2) The Company.
- (B) By way of assignment (i) the goodwill of the business carried on by the Company, (ii) the benefit of all licences consents certificates, registrations permits or other similar matters required in connection with the property/ies or the business carried on by the Company and the (iii) the benefit of the following in respect of the property (if any):
- (a) any covenant for providing repairing or contribution to the cost of repair of any item or service used;
 - (b) any rent or other amount payable under any Lease from time to time;
 - (c) any other sum to which the Company may be entitled from time to time including monies payable under any retention guarantee bond or insurance or as compensation whether under statute or otherwise;
 - (d) any option to acquire (whether by purchase or otherwise) any other interest.

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

Hubb Lupton Alor

Date 09.10.97

On behalf of ~~[company]~~ [mortgagee/chargee] †

† delete as appropriate

- 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. 00019772

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 1st OCTOBER 1997 AND CREATED BY WINTERTHUR LIFE UK LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NORTHERN ROCK BUILDING SOCIETY ON ANY ACCOUNT WHATSOEVER PURSUANT TO A FACILITY LETTER DATED 14th FEBRUARY 1997 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 10th OCTOBER 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th OCTOBER 1997.

Jennifer V Tonks
JENNIFER V TONKS

for the Registrar of Companies

*post
14/10
JP*



COMPANIES HOUSE