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## COMPANIES FORM No. 395

# Particulars of a mortgage or charge

# 395

Pursuant to section 395 of the Companies Act 1985

CHA 116

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

99

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

19772

Name of company

\* WINTERTHUR LIFE UK LIMITED (the "Company")

Date of creation of the charge

23 DECEMBER 1996

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

LEGAL CHARGE (the "Legal Charge")

Amount secured by the mortgage or charge

All monies and liabilities which may now be or hereafter from time to time become owing by the Company to the Society on any account whatever (whether pursuant to the Society's Commercial Mortgage Conditions 1993 as from time to time supplemented or varied, ("the Conditions") or otherwise) and whether actually or contingently as principal or surety or alone or jointly with another including all interest and costs together with damages for breach of any of the Conditions as more particularly set out in the Legal Charge ("the Secured Amount").

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

Northern Rock Building Society ("the 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

EJM/46042-4

Time critical reference

For official use  
Mortgage Section

Post room



A14 \*ALTRLRYP\* 250  
COMPANIES HOUSE 31/12/96

Short particulars of all the property mortgaged or charged

See attached continuation sheet 1.

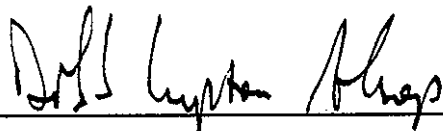
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Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 3)

Not applicable.

Signed



Date

30/12/96

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.

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**Particulars of a mortgage or charge  
(continued)**

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

CHA 116

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

Company Number

19772

Name of Company

WINTERTHUR LIFE UK LIMITED (the "Company")

Limited\*

\* delete if  
inappropriate

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

LEGAL CHARGE

Amount due or owing on the mortgage or charge (continued)

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binding margin

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

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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

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The Company with full title guarantee as security for the payment of the Secured Amount:

- (a) charges to the Society by way of legal mortgage and with full title guarantee all that leasehold property being the land, together with the building erected on part thereof and known as Orchard Court, Phase II, Binley Business Park, Coventry, West Midlands as the same is more particularly described in and was demised by a lease of even date with this Legal Charge made between The Council of the City of Coventry and the Company ("the Property"); and
- (b) assigns to the Society with full title guarantee the goodwill of any business carried on by the Company ("the Business") the benefit of all licences, consents, certificates, registrations, permits or other similar matters required in connection with the Property or the Business ("the Licences") and all (if any) of the Benefits as defined in the Conditions.

NB: The Company will not seek to charge the Property either directly or, indirectly as security for further finance without the express prior written consent of the Society.

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 23<sup>rd</sup> DECEMBER 1996 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 THE TERMS OF THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 31<sup>st</sup> DECEMBER 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8<sup>th</sup> JANUARY 1997.

A handwritten signature in ink, appearing to read 'R.L. Adams'.

R.L. ADAMS

for the Registrar of Companies

DX   
8-1-97

