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COMPANIES FORM No. 395

Particulars of a mortgage or charge

607259/13

395

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

CHFP025

Please do not write in this margin

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

Insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



04294363

Name of company

* East Kent Railway Trust

Date of creation of the charge

31 03 08

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

Legal charge between East Kent Railway Trust (1) and BRB(residuary) Limited

Amount secured by the mortgage or charge

7

Further payments of consideration due under two conveyances dated 31 03 08 between BRB(Residuary) Limited (1) and East Kent Railway Trust one relating to land at the Knees Shepherdswell and the other to the branch line between Shepherdswell and Eyethorne

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

BRB(Residuary) Limited (company number04146505) of Whittles House,14 Pentonville Road , London
Postcode N1 9HF

Presentor's name address and reference (if any)

Thomas Eggar LLP
76 Shoe Lane
London
EC4A 3JB

For official Use (06/2005)
Mortgage Section

Post room

WEDNESDAY



A6DHFYJ6
A69 02/04/2008 107
COMPANIES HOUSE

Time critical reference

Short particulars of all the property mortgaged or charged

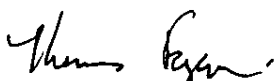
Shepherdwell to Tilmanstone Branch Line and Land at the Kneee's Shepherdswell

Please do not
write in
this
Please complete
legibly, preferably
in black type, or
bold block
lettering

Particulars as to commission allowance or discount (note 3)

NONE

Signed



Date 01 04 04

On behalf of [company] [mortgagee/chargee] † BRB (RESIDUARY) LIMITED

A fee 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge Cheques and Postal Orders must be made payable to **Companies House**
- 6 The address of the Registrar of Companies is **Companies House, Crown Way, Cardiff CF14 3UZ**



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

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

COMPANY NO. 4294363
CHARGE NO. 1

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 31
MARCH 2008 AND CREATED BY EAST KENT RAILWAY TRUST
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO BRB(RESIDUARY) LIMITED 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
2 APRIL 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7 APRIL 2008

PO
JEL



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES