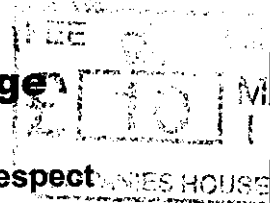


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COMPANIES FORM No. 395

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.

705866

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

10

01439213

Name of company

* HHT LIMITED

Date of creation of the charge

10 APRIL 2002

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

DEBENTURE

Amount secured by the mortgage or charge

All moneys and liabilities which are now or shall at any time hereafter be owing due or incurred (whether on or at any time after demand) to DAVENHAM TRUST PLC and any member of its Group (as defined in the debenture) by HHT LIMITED anywhere and all other liabilities whatsoever of HHT LIMITED to DAVENHAM TRUST PLC or any member of its Group, present future actual and/or contingent whether owing from HHT LIMITED solely and whether as principal or surety or from HHT LIMITED jointly with any other Company or Companies person or persons and including all interest commission discount or other lawful costs charges and expenses which DAVENHAM TRUST PLC or the member of DAVENHAM TRUST PLC's GROUP concerned may in the course of its business charge in respect of any of the matters aforesaid and so that interest shall be computed and compounded according to the usual mode of DAVENHAM TRUST PLC or that member of its Group as well after as before any demand made or judgement obtained hereunder.

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

DAVENHAM TRUST PLC, 8 ST JOHN STREET, MANCHESTER

Postcode M3 4DV

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

Wollastons
Brierly Place, New London
Road, Chelmsford, Essex,
CM2 0AP

For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

By way of fixed equitable charge all estate or interest in any freehold or leasehold property now or at any time during the continuance of this security belonging to or charged to HHT LIMITED.

By way of fixed charge all its uncalled capital and goodwill, trademarks and trade names, patents, copyrights and other intellectual property and all stocks shares and/or other securities now or at any time during the continuance of this security belonging to HHT LIMITED and all book debts and other debts (which for the purposes of this security shall include cash at bank and all bank deposits) now and from time to time due or owing to HHT LIMITED.

By way of a first floating charge all other undertakings and assets of HHT LIMITED whatsoever and wheresoever both present and future.

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

Signed

Wollastons

Date

12/04/2002

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

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

FILE COPY



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

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

COMPANY No. 01439213

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 10th APRIL 2002 AND CREATED BY HHT LIMITED FOR SECURING ALL MONEYS DUE OR TO BECOME DUE FROM THE COMPANY AND ANY MEMBER OF ITS GROUP TO DAVENHAM TRUST PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 13th APRIL 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18th APRIL 2002.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

A handwritten signature in the bottom left corner of the page.

