



Companies Form No395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

M24/6 JAN/87

Please do not write in this binding margin

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

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

20 46927

Name of Company

* CALMCHIEF LIMITED

Date of creation of the charge

23 December 1986

Description of the instrument creating or evidencing the charge

MORTGAGE DEBENTURE

Amount secured by the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank PLC
692,000

6155
6/11

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

National Westminster Bank PLC
41 Lothbury
London Postcode EC2P 2BP

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

National Westminster Bank PLC
Securities Section
King's Cross House
200 Pentonville Road
London N1 9HL

Presentor's Reference and/or telephone number

51-81-29

01-239 8205/6

Time critical reference

For official use
Mortgage section

Post room

- 5 JAN 1987



KB

[Signature]

Short particulars of all the property mortgaged or charged

Please do not write in this binding margin



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

(a) A specific equitable charge over the company's estate or interest in all freehold or leasehold properties for the time being belonging to or charged to the Company other than the property hereinafter described and the proceeds of sale thereof.

(b) A specific charge over all stocks shares or other securities in any subsidiary companies for the time being

(c) A specific charge over all book and other Debts for the time being but so that the Company shall pay into the Company's account with the Bank all moneys which it may receive in respect of such debts and shall not without the prior consent in writing of the Bank sell factor account or otherwise charge or assign the same in favour of any other person or purport to do so and the Company shall if called upon so to do by the Bank from time to time execute legal assignments of such book debts and other debts to the Bank.

(d) A specific charge over its goodwill and the benefit of any licences.

(e) A floating charge over the undertaking and all other property and assets present and future but so that the Company shall not without the Bank's consent create any mortgage or charge ranking in priority to or pari passu with this charge.

~~(f) A charge by way of legal mortgage over the undermentioned property and the proceeds of sale thereof:~~

Particulars as to commission, allowance or discount

Nil

per pro
National Westminster Bank PLC
King's Cross House
200 Pentonville Road, London N1 9HL

Please see notes below.

Signed _____

Date _____

15 JAN 1987

On behalf of mortgagee

Authorised Signatory

Notes

(a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', etc, as the case may be, should be given.

(b) The rate of interest payable under the terms of the Debentures should not be entered.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a mortgage or charge dated the 23rd December 1986
and created by CALMCHIEF LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to National Westminster Bank PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 5th January 1987

Given under my hand at the Companies Registration Office,
Cardiff the 12 JAN 1987

No. 2046927

Certificate and instrument received by

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.....

Date

R. M. GROVES

an authorised officer