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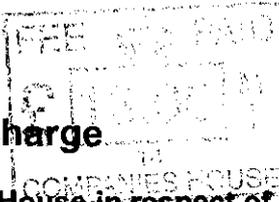
COMPANIES FORM NO. 395

Particulars of a mortgage or charge

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

154888/13

395



Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

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

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

For official use

Company number

Q

2232476

*Insert full name of Company

Name of company

*THATCHPRIDE ESTATES LIMITED

Date of creation of the charge

22nd day of September 2006

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

Assignment of Life Policies

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland International Limited (the 'Bank') of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland International Limited		
Royal Bank House 71 Bath Street St Helier		
Jersey Channel Islands	Postcode	JE2 4SU

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

DAVIS BLANK FURNISS SOLICITORS

DX 14311

MANCHESTER 1

Time critical reference

R0Y0043/1582/MS

For official Use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

The policies of life assurance or endowment listed on the attached schedule (the "policies") together with all money that may become payable under the policies and all premiums

Please do not write in this margin

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

Note:- The Assignment contains covenants by the Company with the Bank not without the Bank's prior written consent to assign or deal with the policies or create or permit to arise any mortgage charge or lien on the policies.

Particulars as to commission allowance or discount (note 3)

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

For The Royal Bank of Scotland International Limited

Signed Frene Forrester Date 22.9.06

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

Notes

†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.
- 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, DX: 33050 Cardiff

The Schedule

Policy No.	Life Company	Life Assured
X17870641	Standard Life	De-Keyser
X8643331	Standard Life	Moore

FILE COPY



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

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

COMPANY No. 02232476

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ASSIGNMENT OF LIFE POLICIES DATED THE 22nd SEPTEMBER 2006 AND CREATED BY THATCHPRIDE ESTATES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND INTERNATIONAL LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd SEPTEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28th SEPTEMBER 2006 .

Jan.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES