

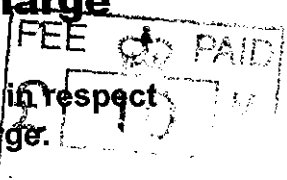
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COMPANIES FORM No. 395

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.



CHFP025

Please do not write in this margin

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

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



1451456

Name of company

*insert full name of Company

* Willis Group Services Limited

Date of creation of the charge

5th January 2005

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

Rent Deposit Agreement (dated 5th January 2005 between Network Rail Infrastructure Limited (1) Willis Group Services Limited (2))

Amount secured by the mortgage or charge

The payment of all sums due to the Mortgagee under or upon the expiry of the Lease dated 5th January 2005 and made between Network Rail Infrastructure Limited ("the Mortgagee") (1) Willis Group Services Limited ("the Company") (2) ("the Lease") or under the terms of the Rent Deposit Deed as required to secure payment of the rents under the Lease and the performance of the Company's covenants and conditions contained in the Lease and to make good any loss or damage to the Mortgagee that may result as a consequence of the Company failing to observe or perform any of their covenants and conditions contained in the Lease.

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

Network Rail Infrastructure Limited
whose registered office is at 40 Melton Street, London NW1 2EE

Postcode

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

Birketts
24/26 Museum Street
Ipswich
Suffolk
IP1 1HZ

WM.HL.Willis.381

Time critical reference

For official Use

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A03 *ABC2H1YT* 0496
COMPANIES HOUSE 15/01/05

A35 *WA4RHU1Q7* 0579
COMPANIES HOUSE 07/01/05

Short particulars of all the property mortgaged or charged

A first fixed Equitable Charge to the Mortgagee over the "Deposited Sum" given by the Company with full title guarantee as continuing security for its obligations and liabilities under the Lease.

The Deposited Sum is defined in the Rent Deposit Deed as the balance of the Required Sum. On the date of this Rent Deposit Deed, the Company will pay to the Mortgagee an initial deposit sum of £4,125.00 plus VAT, being the Required Sum

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)

Signed

Burkett

Date 06.01.05

On behalf of ~~company/mortgagee/chargee~~

Company

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. 01451456

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT AGREEMENT DATED THE 5th JANUARY 2005 AND CREATED BY WILLIS GROUP SERVICES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NETWORK RAIL INFRASTRUCTURE 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 15th JANUARY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19th JANUARY 2005.

Rangela



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —