COMPANIES FORM NO 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

Please do not write in this margin

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

To the Registrar of Companies

Name of company

For Official Use

Company Number

00026552

*Insert full name of company

The City of Liverpool Investment Company Limited ("Company")

Date of creation of the charge

11 March 2008

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

Legal Charge ("Legal Charge")

Amount secured by the mortgage or charge

All the Company's liabilities to National Westminster Bank Plc (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

National Westminster Bank Plc 135 Bishopsgate

London

EC2M 3UR

Presenter's name, address and reference (if any)

Cobbetts LLP 58 Mosley Street Manchester M2 3HZ

Ref JLZD/AJS/RR229 1018

Time critical reference

For Official Use Mortgage section

Post Room

80A

20/03/2008 COMPANIES HOUSE

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By way of legal mortgage the freehold land shown edged red on the plan of title numbers MS86912 and MS475829 and being land and buildings on the west side of Green Lane, Formby and also all estate right title and interest of The City of Liverpool Investment Company Limited in the land shown edged red on the said plans to the said title numbers in addition to the legal titles described in those title numbers and all rights benefitting the said land registered at the Land Registry under title numbers MS86912 and MS475829 (the "Property") all covenants and rights affecting or concerning the Property and any share from time to time held by the Company in any landlord or management company of the Property

Please do not write in this margin

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

By way of fixed charge 2

> All the fixtures and fittings of the Company from time to time attached to the Property 2 1

All the plant and machinery vehicles and computer equipment of the Company now and 22 in the future at the Property not regularly disposed of in the ordinary course of business and all associated warranties and maintenance contracts

All furniture furnishings equipment tools and other chattels of the Company now and in 23 the future at the Property and not regularly disposed of in the ordinary course of business

The present and future goodwill of any business carried on at the Property by or on 24 behalf of the Company all rents receivable from any lease granted out of the Property and the proceeds of any insurance from time to time affecting the Property or the assets referred to above

Notes -

The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written

- create or permit to arise any mortgage charge or lien on the charged property, not to dispose of the charged property, and
- grant or accept a surrender of any lease or licence or part with or share possession or occupation of (b)

Particulars as to commission allowance or discount (note 3)		
Nil		
Signed On behalf of the Bank	Date	17 March 2008

Notes

- 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
- A description of the instrument, e.g. "Trust Deed", "Debenture", "Mortgage" or "Legal charge", 2 etc, as the case may be, should be given
- 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

- 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
- If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 26552 CHARGE NO. 25

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 11 MARCH 2008 AND CREATED BY CITY OF LIVERPOOL INVESTMENT COMPANY LIMITED(THE) FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20 MARCH 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26 MARCH 2008

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