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legibly, preferably
in black type, or
bold block lettering

*insert full name
of Company

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.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

10594113

36624

Name of company

* The Everton Football Club Company Limited (the "Borrower")

Date of creation of the charge

11 October 2007

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

A legal charge ("Legal Charge") dated 11 October 2007 made between (1) the Borrower and (2) Adam and Company plc ("Lender")

Amount secured by the mortgage or charge

All the Borrower's liabilities to the Lender of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) together with the Lender's charges and commission, interest at the rate(s) charged to the Borrower by the Lender from time to time and all expenses (on a full indemnity basis) incurred by the Lender or any Receiver at any time in connection with the Property (as defined below), the Charged Assets (as defined below), the Goodwill (as defined below) or the Lender's Obligations or in taking or perfecting the Legal Charge or in preserving defending or enforcing the security created by the Legal Charge or in exercising any power under the Legal Charge or otherwise with interest charged thereon from the date they are incurred (the "Lender's Obligations")

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

Adam & Company plc (company number SC63026)
22 Charlotte Square
Edinburgh

Postcode EH2 4DF

Presentor's name address and
reference (if any)

Halliwells LLP
The Plaza
100 Old Hall Street
Liverpool
L3 9TD

SLS/EVE14-428

Time critical reference

For official Use (02/00)
Mortgage Section



Short particulars of all the property mortgaged or charged

- (1) All legal interest in 94 Sandforth Road, West Derby, Liverpool, L12 1LW ("the Property")
- (2) All the plant machinery and fixtures and fittings of the Borrower at any time at the Property
- (3) All furniture furnishings equipment tools and other chattels of the Borrower at any time at the Property and not regularly disposed of in the ordinary course of business
- (4) The present and future goodwill of any business carried on at the Property by or on behalf of the Borrower ("Goodwill") and the proceeds of any insurance from time to time affecting the Property or the Charged Assets

Paragraphs (1) to (4) above together (the "Charged Assets")

The Legal Charge contains a restriction that the Borrower, will not, without the prior written consent of the Lender.

- (1) Create or permit to arise any mortgage charge or lien on the Property the Charged Assets or the Goodwill
- (2) Grant or accept a surrender of any lease or licence of the Property or the Charged Assets or the Goodwill
- (3) Dispose of or part with or share possession or occupation of the Property the Charged Assets or the Goodwill

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Kevin Wells

Date

16/10/07

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

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lettering*

*A fee is payable
to Companies
House in
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or charge
(See Note 5)*

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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge Cheques and Postal Orders must be made payable to **Companies House**
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ

† delete as
appropriate

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 00036624

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 11th OCTOBER 2007 AND CREATED BY EVERTON FOOTBALL CLUB COMPANY, LIMITED (THE) FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ADAM & COMPANY PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th OCTOBER 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th OCTOBER 2007

pce



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES