

**395**

CHFP029

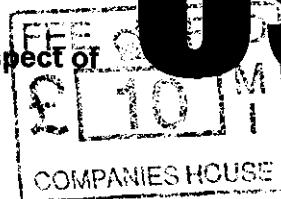
Please do not
write in
this margin

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

* insert full name
of company

Particulars of a mortgage or charge

A fee of £10 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

		3
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193800

Name of Company

* ABN LIMITED

Date of creation of the charge

17 October 2000

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

Deed of Charge ("the Deed of Charge")

Amount secured by the mortgage or charge

All liabilities, whether contingent or actual and whether present or future, arising out of the Company's undertaking in the Deed of Charge to indemnify the Bank against all losses, actions, claims, expenses, demands and liabilities incurred or sustained by the Bank in connection with banking facilities made available from time to time to a subsidiary of the Company, Shanghai ABN-Huinong Feed Company Limited.

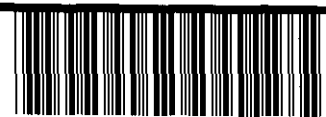
Names and Addresses of the mortgagees or persons entitled to the charge

Australia and New Zealand Banking Group Limited, ("the Bank") ACN 005 357 522, Minerva House, Montague Close, London SE1 9DH

Presentor's name, address
and reference (if any):
ROBIN ARTHUR, LEGAL DEPARTMENT,
ANZ INVESTMENT BANK, MINERVA
HOUSE, MONTAGUE CLOSE, LONDON,
Tel. 020 7378 2784

For official use
Mortgage section

Post room



A32
COMPANIES HOUSE

0542
19/10/00

Time critical reference

Short particulars of all the property mortgaged or charged

All monies from time to time standing to the credit of a cash collateral account of the Company with the London Branch of the Bank designated "Cash Collateral Account re Shanghai ABN" and all of the Company's right, title, benefit and interest in the said Account.

Please do not
write in
this margin

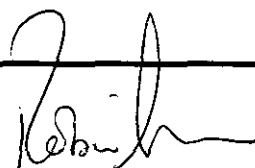
Please complete
legibly, preferably
in black type, or
bold block lettering

Particulars as to commission allowance or discount (note 3)

nil

A fee of £10 is
payable to
Companies House
in respect of each
register entry for a
mortgage or
charge.
(See Note 5)

Signed



Date 17 October 2000

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

† 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 affected 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 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. 00193800

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF CHARGE DATED THE 17th OCTOBER 2000 AND CREATED BY ABN LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED IN CONNECTION WITH BANKING FACILITIES MADE AVAILABLE FROM TIME TO TIME TO A SUBSIDIARY OF THE COMPANY, SHANGHAI ABN-HUINONG FEED COMPANY LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th OCTOBER 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th OCTOBER 2000.

LR
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THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E