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CHFP025

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Please complete
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

146

01060746

Name of company

* Mercian Developments Limited

Date of creation of the charge

11 April 2008

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

Legal Charge

Amount secured by the mortgage or charge

All or any monies, obligations and liabilities which shall for the time being (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to the Bank by the Company whether actually or contingently, and whether solely or jointly with any other person, and whether as principal or surety, and whether or not the Bank shall have been an original party to the relevant transaction and including interest, discount, commission or other lawful charges and expenses which the Bank may, in the course of its business, charge in respect of any of those matters or for keeping the Company's account(s), (and also including the costs, charges and expenses) and so that interest shall be computed and compounded according to the usual mode of Bank as well as after as before any demand made or judgment obtained or the insolvency of the Company

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

The Co-Operative Bank PLC, PO Box 1AN, 53-57 Blandford Square, Newcastle upon Tyne ("the Bank")

Postcode NE99 1AN

Presentor's name address and
reference (if any)

Shoosmiths

7th Floor, 125 Colmore Row
Birmingham

B3 3SH
DX 701863 Birmingham 6

AS ag 141029.1

Time critical reference

For official Use (06/2005)
Mortgage Section

Post room

WEDNESDAY



A20 16/04/2008 158
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

- (1) Part of the land and buildings on the east side of Heathmill Road, Wombourne, Staffordshire forming part of the land registered at the Land Registry under Title Number SF327891 ("the Property")
- (2) A Floating Charge over all unfixed plant, machinery and other assets and Equipment in or about the Property
- (3) Assignment of (1) the goodwill of the business carried on at the Property (2) the benefit of the Licence or Certificate and (3) the right to recover and receive any compensation payable in respect of the Licence or Certificate
- (4) Assignment of Rental Sums
- (5) Assignment of all rights, title, interest in and to -
- 5.1 The personal agreement and covenants by the tenants, lessees or licences of the Property and by all guarantors and all security held by the Company in respect of the obligations of such tenants, lessees or licences (including without limiting the generality of the foregoing, all monies due and owing to the Company or which may become due and owing to the Company at any time in the future in connection therewith,

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Particulars as to commission allowance or discount (note 3)

Signed Shoosmiths

Date 15/4/08

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

A fee 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 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**

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Particulars of a mortgage or charge (continued)

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Continuation sheet No 1
to Form No 395 and 410 (Scot)

*Please complete
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bold block lettering*

Company Number

01060746

Name of Company

Mercian Developments

Limited*

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Legal Charge

Amount due or owing on the mortgage or charge (continued)

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*Please complete
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bold block lettering*

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binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

5 2 All agreements now or from time to time entered into for the sale, letting or other disposal or realisation of the whole or any part of the Property (including, without limiting the generality of the foregoing, all monies due and owing to the Company or which may become due and owing to the Company at any time in the future in connection therewith)

The Legal Charge prohibits the creation of any other mortgage charge on the Property or other charged assets without the mortgagees prior consent in writing

Definitions -

"Licence or Certificate" means (a) the premises licence(s), personal licence(s) and/or club premises certificate(s) relating to the Property and/or its management or operation under the Licensing Act 2003 and the Justice Licence or Registration Certificate (if any) relating to the Property prior to conversion under the Licensing Act 2003 and repeal of the Licensing Act 1964 and (b) other licences or certificates (if any) necessary or desirable to carry on at or from the Property the business or undertaking of the Company

"Rental Sums" means all rents, profits, income, fees and other sums at any time payable by any lessees, underlessees, tenants or licencees of the Property to the Company except any sums payable in respect of services or insurance provided by the Company in relation to such Property

"Equipment" means all unfixed plant and machinery and other chattels and equipment now or in the future in, on or about the Property, and includes any part or parts thereof



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 1060746
CHARGE NO. 46**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 11 APRIL
2008 AND CREATED BY MERCIAN DEVELOPMENTS LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO CO-OPERATIVE BANK PLC 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
16 APRIL 2008**

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23 APRIL 2008



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**