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* Insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

To the Registrar of Companies

For official use Company number

4

1788466

Name of company

* CHARLTON ATHLETIC FOOTBALL COMPANY (1984) LIMITED

Date of creation of the charge

24th February 1997

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

Legal Mortgage between Charlton Athletic Football Company (1984) Limited (1)
Charlton Athletic Holdings Limited (2) and Bolistrom Limited (3)

Amount secured by the mortgage or charge

See attached sheet

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

Bolistrom Limited, 11-13 Coombes Road, New Malden, Surrey

Postcode KT3 4PX

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

Brachers
DX: No. 4806 Maidstone-1

Ref: 161

For
Mon



Time critical reference

Short particulars of all the property mortgaged or charged

See continuation sheet

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Particulars as to commission allowance or discount (note 3)

Signed Brachos

Date 11th March 1997

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 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.

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Particulars of a mortgage or charge (continued)

Continuation sheet No. ¹
to Forms Nos 395 and 410 (Scot)

Company number

1788466

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Name of company

CHARLTON ATHLETIC FOOTBALL COMPANY (1984) LIMITED

Limited*

*Delete if
inappropriate

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

All indebtedness and monies and all obligations and liabilities whatsoever, in whatever currency denominated, whether actual or contingent, present or future, which may be due on or after 24th February, 1997, owing or incurred by it to Bolistrom Limited, under a loan agreement dated 24th February, 1997 between Charlton Athletic Football Company (1984) Limited and Bolistrom Limited (as the same may be varied, amended, supplemented, substituted, novated or assigned from time to time) (the "Loan Agreement") or under a legal mortgage entered into between Charlton Athletic Football Company (1984) Limited (1), Charlton Athletic Holdings Limited (2) and Bolistrom Limited (3) and dated 24th February, 1997 (the "Legal Mortgage") and all reasonable costs (including legal costs), charges, expenses and damages (including any value added tax thereon) sustained or incurred by Bolistrom Limited in connection with the enforcement, defence or protection of the security constituted by the Legal Mortgage or the appointment of any receiver, delegate or sub-delegate under the Legal Mortgage or the pursuit of any rights contained in the Legal Mortgage or under the Loan Agreement or the property charged by the Legal Mortgage in each case on a full indemnity basis and interest thereon.

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

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bold block lettering

1. By way of a legal mortgage such freehold or leasehold estate of interest in the property known as The Valley, Charlton, London SE7 8BL (registered at H.M. Land Registry under title numbers TGL110302 and TGL80104) now respectively vested in Charlton Athletic Football Club (1984) Limited ("1984 Limited") and Charlton Athletic Holdings Limited ("Holdings Limited") and all buildings and fixtures (including trade fixtures, tenant's fixtures and fixed plant and machinery) now or hereafter from time to time therein or thereon and/or the proceeds of sale, lease or other disposition in respect thereof postponed in respect of the land registered in title number TGL110302 only to the prior charges (being first charge dated 31st August, 1992 in favour of Kier Regional Limited; second charge dated 31st August, 1992 in favour of Plexford Limited; and third charge dated 31st August 1992 in favour of Richard Murray) and postponed in respect of the land registered in title number TGL80104 only to the charge contained in the Debenture dated 14th December, 1992 in favour of Kier Regional Limited; and
2. By way of fixed equitable charge all estate or interest in The Valley, Charlton, London, SE7 8BL (registered at H.M. Land Registry under title numbers TGL110302 and TGL80104) (other than such estates or interest effectively mortgaged pursuant to the legal mortgage described in clause 1 above) now and at any time during the continuance of this security belonging to or charged to such of 1984 Limited and/or Holdings Limited and all licences now or hereafter held by such of 1984 Limited and/or Holdings Limited to enter upon or use land and the benefit of all other agreements relating to land to which such of 1984 and/or Holdings Limited is or may become a party or otherwise entitled and all buildings, fixtures (including trade and tenants's fixtures) and fixed plant and machinery owned by such of 1984 Limited and/or Holdings Limited and from time to time in or on any freehold or leasehold property and interest in which is charged or mortgaged hereunder and/or the proceeds of sale thereof.

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01788466

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 24th FEBRUARY 1997 AND CREATED BY CHARLTON ATHLETIC FOOTBALL COMPANY (1984) LTD. FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR CHARLTON ATHLETIC HOLDINGS LIMITED TO BOLISTROM LIMITED ON ANY ACCOUNT WHATSOEVER UNDER THE LOAN AGREEMENT OR THIS DEED AS DEFINED THEREIN WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th MARCH 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th MARCH 1997.

A handwritten signature in cursive script, appearing to read 'A.P. Goddard'.

A. P. GODDARD

for the Registrar of Companies



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

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