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* 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

For official use

Company number

(Address overleaf - Note 6)

Name of company



02114486

FULHAM FOOTBALL CLUB (1987) LIMITED, A Company incorporated in England and Wales whose registered office is at Motspur Park, New Malden Surrey KT3 6PT (the "Borrower").

Date of creation of the charge

11 December 2006

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

An Account Security Deed the "Deed" dated 11 December 2006 and made between (i) the Borrower and (ii) Fortis Bank S.A/N.V the "Lender".

Amount secured by mortgage or charge

The "Secured Liabilities" being all liabilities which the Borrower has at the date of the Deed or at any later time or times under or in connection with the Loan Agreement, or any judgment relating to the Loan Agreement; and for this purpose, there shall be disregarded any total or partial discharge of these liabilities, or variation of their terms, which is effected by, or in connection with, any bankruptcy, liquidation, arrangement or other procedure under the insolvency laws of any country; and;

"Security Period" means the period commencing on the date of the Deed and ending on the date on which the Lender is satisfied that:

- (a) all amounts which have become due for payment by the Borrower under the Loan Agreement and the Deed have been paid;
- (b) no amount is owing or has accrued (without yet having become due for payment) under the Loan Agreement or the Deed; and
- (c) the Borrower has no future or contingent liability under the Loan Agreement or the Deed.

"Loan Agreement" means a Loan Agreement dated 11 December 2006 and made between (i) the Borrower and (ii) the Lender whereby it was agreed that the Lender would make available to the Borrower a facility of up to £8, 117, 238.94.

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

Fortis Bank S.A/N.V

Camomile Court, 23 Camomile Street

London

Postcode

EC3A 7PP

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

Watson, Farley & Williams LLP 15
Appold Street London EC2A
2HB FOR COLLECTION
AT THE LONDON COUNTER
WARJ1/20787.50022/26071628

Time critical reference

For official Use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

The Borrower to the full extent of its interest and with full title guarantee, charges the Credit Balance on the Charged Account to the Lender as security for the due payment of the Secured Liabilities and declares that such charge shall be a first and fixed charge.

During the Security Period the Borrower has agreed that it shall not attempt to assign any right (future or contingent) relating to the Credit Balance without the Lender's prior written consent.

"Charged Account" means an account designated "Fulham Football Club (1987) Limited - Account" with account number 42850801.

"Account Bank" means the Lender in its capacity as the bank with which the Charged Account is maintained.

"Credit Balance" means:

- (a) the amount for the time being standing to the credit of the Charged Account;
- (b) any amount received by or for the account of the Account Bank which, under the Loan Agreement, the Account Bank is required to credit to the Charged Account but which the Account Bank has not yet credited to the Charged Account; and
- (c) any interest accrued or accruing on an amount covered by paragraph (a) or (b) above, whether or not the interest has been credited to the Charged Account.

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Particulars as to commission allowance or discount (note 3)

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

Signed Watson, Fery & Williams LLP Date 18 December 2006

On behalf of ~~XXXXXX~~ [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.
- 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 CF4 3UZ, DX: 33050 Cardiff

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COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

Particulars of a mortgage or charge
(continued)

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

Company number

02114486

Please complete
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Name of company

FULHAM FOOTBALL CLUB (1987) LIMITED, A Company incorporated in England and Wales
whose registered office is at Motspur Park, New Malden Surrey KT3 6PT (the "Borrower").

Limited

* delete if
inappropriate

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

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

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

Short particulars of all the property mortgaged or charged (continued)

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FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02114486

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ACCOUNT SECURITY DEED DATED THE 11th DECEMBER 2006 AND CREATED BY FULHAM FOOTBALL CLUB (1987) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FORTIS BANK S.A/N.V. 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 18th DECEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd DECEMBER 2006.

LIC DMU



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES