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COMPANIES FORM No. 395

Particulars of a mortgage or charge

083485/13
395

CHFP025

Please do not
write in
this margin

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

*insert full name
of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[5111]

02568627

Name of company

* S MORGAN & SONS LIMITED

Date of creation of the charge

20 AUGUST 2007

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 Customer 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 Customer's account(s), (and also including the costs, charges and expenses referred to in Clause 10 of the Legal Charge) and so that interest shall be computed and compounded according to the usual mode of the Bank as well after as before any demand made or judgment obtained or in the insolvency of the Customer

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

The Co-operative Bank plc whose address for service is Level 2, No 2 Cathedral Square, The Cloth Market, Newcastle upon Tyne

Postcode NE99 1AN

Presentor's name address and
reference (if any)

Burges Salmon LLP
Narrow Quay House
Narrow Quay
Bristol
BS1 4AH

Ref AB07/11693 26

Time critical reference

For official Use (02/00)
Mortgage Section

Post room

THURSDAY



A31 23/08/2007 608
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

- (1) Land at Sharney Bridge, Marsh Lane, Clanfield, Bampton, Oxfordshire registered at H M Land Registry under Title Number ON245831 (by way of Legal Charge)
- (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 as defined in the Legal Charge and (3) the right to recover and receive any compensation payable in respect of the Licence or Certificate

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

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)

N/A

Signed

Bruce John L.B.

Date 22 August 2007

On behalf of [company] ~~XXXXXXXXXXXX~~ †

*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**

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 02568627

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 20th AUGUST 2007 AND CREATED BY S MORGAN & SONS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CO-OPERATIVE BANK PLC ON ANY ACCOUNT WHATSOEVER 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 23rd AUGUST 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30th AUGUST 2007

P. Maria.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES