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COMPANIES FORM No. 395

31563/13

Particulars of a mortgage or charge

395

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

CHFP025

Please do not
write in
this margin

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

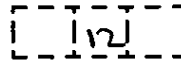
*insert full name
of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



3375418

Name of company

* Fulham Stadium Limited (the Borrower)

Date of creation of the charge

24 August 2009

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

Debenture dated 24 August 2009 made between the Borrower(1) and Birsket Holdings SA (2) (the Lender) (the Debenture)

Amount secured by the mortgage or charge

The Borrower with full title guarantee and as a continuing security for the monies and liabilities referred to in clause 1.1 of the Debenture charges by way of floating charge the whole of the Borrower's undertaking and all its property and assets whatsoever and wheresoever present and future. It is expressly agreed by the Lender that, to the extent that the Borrower has any right, title or interest in the Non Secured Assets, the Lender shall acquire no rights or security under the Debenture in the Non Secured Assets.

The Borrower with full title guarantee and as a continuing security for the payment, discharge and performance of the monies and liabilities referred to in clause 1.1 of the Debenture charges by way of legal mortgage the freehold property being Fulham Football Club Ground registered at the Land Registry under Title Number NGL 539295

All capitalised terms are defined in the Debenture if not defined in this form.

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

Birsket Holdings SA, Vanterpool Plaza, Wickhams Cay 1, Second Floor, Road Town, Tortola.

Postcode

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

Teacher Stern LLP
37/41 Bedford Row
LONDON
WC1R 4JH

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

SATURDAY



A4CEVD0C

A24

05/09/2009

167

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Borrower charges by way of floating charge the whole of the Borrower's undertaking and all its property and assets whatsoever and wheresoever present and future.

It is expressly agreed by the Lender that, to the extent that the Borrower has any right, title or interest in the Non Secured Assets, the Lender shall acquire no rights or security under the Debenture in the Non Secured Assets. The Borrower charges by way of legal mortgage the freehold property being Fulham Football Club Ground registered at the Land Registry under Title Number NGL 539295.

The Borrower shall not without the prior written consent of the Lender: create or permit to subsist any mortgage, charge, pledge, lien (other than in favour of the Lender and, up to and including 28 August 2009, an account security deed dated 11 December 2006 in favour of Fortis Bank) or other security interest on any of its assets other than the Debenture; and/or sell transfer or otherwise dispose of or deal with any of the assets which are charged by way of floating charge under the Debenture other than disposals for full market value in the ordinary course of business.

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)

Signed Teodor Seta CLP

Date 4/09/09

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



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY NO. 3375418
CHARGE NO. 12

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 24 AUGUST
2009 AND CREATED BY FULHAM STADIUM LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO BIRSKET HOLDINGS SA 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 5 SEPTEMBER 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7 SEPTEMBER
2009

D. Sel.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES