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CHA212

COMPANIES FORM NO. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

RBS
4924
4044

395

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering*insert full name
of company

To the Registrar of Companies

For official use

Company number

T T T
3

3522163

Name of company

* Chargrill Limited

Date of creation of the charge

4th day of June 2001

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

Legal Charge of Licensed Premises

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc

36 St Andrew Square

Edinburgh

Postcode

EH2 2YB

Presentor's name address and
reference (if any):
Our ref: 17872 /CCD/SPLThe Royal Bank of Scotland plc
Credit Documentation
62/63 Threadneedle Street
London EC2R 8LA

Time critical reference

For official Use
Mortgage Section

Post room

A34
COMPANIES HOUSE

A51LK114

0533
14/06/01

1 By way of legal mortgage:-

all that leasehold land known as Restaurant at Unit R1, Upper Mall Level, The Trafford Centre, Manchester being the premises comprised in a Lease dated 7 November 2000 made between (1) The Trafford Centre Limited (2) Chargill Limited and (3) Ma Potter's Limited

(the 'Property') including all covenants and rights affecting or concerning the Property.

2 By way of fixed charge:-

- 2.1 The plant, machinery and fixtures and fittings of the Company now and in the future at the Property.
- 2.2 The furniture furnishings equipment tools and other chattels of the Company now and in the future at the Property and not regularly disposed of in the ordinary course of business.
- 2.3 The benefit of all justices, excise or other licences or registration certificates held from time to time in connection with the business carried on at the Property and the right to recover and receive any compensation payable at any time on account of the non-renewal of such licences.
- 2.4 The present and future goodwill of any business carried on at the Property by or on behalf of the Company and the proceeds of any insurance from time to time affecting the Property or the assets and the licences referred to above.

Note:- The Legal Charge contains covenants by the Company with the Bank not without the Bank's prior written consent to:

- (a) create or permit to arise any mortgage charge or lien on the charged property, nor to dispose of the charged property;
- (b) grant or accept a surrender of any lease or licence or part with or share possession or occupation of the Property.

Please do not write in this margin

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

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Particulars as to commission allowance or discount (note 3)

For The Royal Bank of Scotland plc

Signed



Date

12 June 2001

Duly Authorised Official

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.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03522163

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE OF LICENSED PREMISES DATED THE 4th JUNE 2001 AND CREATED BY CHARGRILL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 14th JUNE 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19th JUNE 2001.

[Handwritten signature]



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES