

Particulars of a mortgage or charge

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



395

CHFP025

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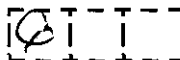
Please complete legibly, preferably in black type, or bold block lettering

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



4545951

Name of company

* Stadium Retail Investments (2002) Limited

Date of creation of the charge

27 August 2003

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

Deed of Assignment and Charge

Amount secured by the mortgage or charge

All or any monies and liabilities which will for the time being (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to BoS by the Company, whether actually or contingently, solely or jointly and whether as principal or surety and whether or not BoS shall have been an original party to the relevant transaction, and including interest, discount, commission and other lawful charges or expenses which BoS may in the course of its business charge or incur in respect of any of those matters or for keeping the Company's account, and so that interest shall be computed and compounded according to the usual BoS rates and practice as well after as before any demand made or decree obtained.

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

The Governor and Company of the Bank of Scotland (BoS)

Postcode

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

Walker Morris Solicitors
Kings Court
12 King Street
LS1 2HL

IAA/HBC

Time critical reference

For official Use
Mortgage Section



A38
COMPANIES HOUSE

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The Company charges to BoS will full title guarantee:

1 by way of assignment the gross rents, licence fees and other monies receivable then or thereafter at any time by the Company in respect of or arising out of any lease or otherwise without limitation derived by the Company from the Property known as Kingston Retail Park, Kingston, Hull (the Property) or otherwise paid to or received by the Company in respect of the Property (including without limitation all and any VAT (if applicable) thereon and all interest as may from time to time be payable thereon as provided for under the terms of the relevant lease and all insurance monies payable in respect of loss of rents and all mesne profits) but save for insurance rents or service charges (the Rental Income) and the benefit to the Company of all other rights and claims to which the Company was then or may in the future become entitled in relation to the Property; and

2 by way of assignment and release to BoS all monies for the time being and from time to time standing to the credit of and the benefit of the debt represented by the account number 6002954 opened in the name of the Company by the Company with any office or branch of BoS and any account which may from time to time be opened by the Company with BoS in substitution for such

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed Wah Mow

Date 4 September 2003

On behalf of ~~XXXX~~ [mortgagee/chargee]

A fee of £10 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 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 CF14 3UZ

account or otherwise pursuant to the provisions of the security (the Rent Account) whether in addition to or by way of renewal of or replacement for any sums previously credited or otherwise and any accretions thereto and all rights to repayment thereof (the Deposit).

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

The Company agrees not to create or permit to subsist or arise any encumbrance or any right or option in relation to all or any part of the Rental Income or the Deposit.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04545951

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT AND CHARGE DATED THE 27th AUGUST 2003 AND CREATED BY STADIUM RETAIL INVESTMENTS (2002) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th SEPTEMBER 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th SEPTEMBER 2003.

A handwritten signature in black ink, appearing to be 'B. J. Z.'.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES