

COMPANIES FORM No. 395

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.

Pursuant to section 395 of the Companies Act 1985

126530/20

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

For official use

Company number



36624

Name of company

* The Everton Football Club Company Limited (the "Chargor")

Date of creation of the charge

2 February 2004

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

Account Charge (the "Account Charge")

Amount secured by the mortgage or charge

Please see attached schedule 1

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

SINGER & FRIEDLANDER LIMITED
21 New Street, Bishopsgate, London
(the "Bank")

Postcode EC2M 4HR

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

Taylor Wessing
Carmelite, 50 Victoria
Embankment, Blackfriars,
London, EC4Y 0DX

SWL

Time critical reference
SFL-4-67-Account Charge

For official Use
Mortgage Section

Post room



A11
COMPANIES HOUSE

0703
05/02/04

M

CHFP025

Please do not write in this margin
Please complete legibly, preferably in black type, or bold block lettering

*insert full name of Company

Short particulars of all the property mortgaged or charged

Please see attached schedule 2

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)

Nil

Signed Taylor Waring

Date 4 February 2004

On behalf of [company] [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

SCHEDULE 1

Amount secured by the mortgage or charge

All liabilities of the Chargor owed or expressed to be owed to the Bank whether owed jointly or severally, as principal or surety or in any other capacity (the "**Secured Liabilities**").

SCHEDULE 2

Short particulars of all the property mortgaged or charged

As continuing security for the payment of the Secured Liabilities the Chargor with full title guarantee charges to the Bank by way of first fixed charge its interest in the Account and all money at or at any time after the date of the Account Charge credited to, or standing to the credit of, the Account, accrued interest in respect of such money and the debts owing to the Chargor in respect of such money.

NOTE:

The Chargor will not be entitled except with the prior written consent of the Bank:

- (a) to withdraw any money from the Account or require the Bank to make any payment from the Account to the Chargor or any other person;
- (b) to dispose or purport or agree to dispose of any interest in or grant any right over the Charged Property (other than to the Bank); or
- (c) to create, agree to create or allow to arise or remain outstanding any Encumbrance over any Charged Property (other than the Account Charge).

DEFINITIONS:

"Account" means the account number 32082 of the Chargor with the Bank;

"Charged Property" means all property charged by the Account Charge;

"Encumbrance" means a mortgage, charge, assignment by way of security, pledge, lien, any form of distress, attachment, execution or other legal process or any other type of encumbrance or security interest or any other type of arrangement (including any sale and leaseback or sale and repurchase arrangement) having or intended to have a similar effect.

FILE COPY



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

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

COMPANY No. 00036624

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ACCOUNT CHARGE DATED THE 2nd FEBRUARY 2004 AND CREATED BY EVERTON FOOTBALL CLUB COMPANY, LIMITED (THE) FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO SINGER & FRIEDLANDER LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 5th FEBRUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th FEBRUARY 2004.

Per



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —