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COMPANIES FORM No. 395

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

[KISI]

36624

Name of company

* The Everton Football Club Company Limited ('the Company')

Date of creation of the charge

29 September 2009

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

Assignment of Receivables ('the Assignment')

Amount secured by the mortgage or charge

1. all indebtedness and all obligations or liabilities of any kind which may now or at any time in the future be due, owing or incurred by the Company to Investec Bank PLC under the Facilities Agreement;

2. all Expenses on demand.

All capitalised terms are defined in the Assignment if not defined in this Form 395.

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

Investec Bank PLC of 2 Gresham Street London

Postcode EC2V 7QP

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

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

DN/JL/INV004/9

Time critical reference

For official Use (06/2005)
Mortgage Section

Post room

SATURDAY



A20 17/10/2009 295
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Company, as a continuing security for the payment, discharge and performance of the Secured Obligations assigns absolutely to Investec Bank PLC all its rights, title and interest in the following assets:

3.1.1.2 the Charged Contracts; and

3.1.1.3 the Contract Proceeds

in each case to the fullest extent capable of assignment but subject always to an aggregate maximum amount equal to the assignor's liability under the Facilities Agreement from time to time.

All capitalised terms are defined in the Assignment if not defined in this Form 395.

Please do not write in this margin

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

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+
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Particulars as to commission allowance or discount (note 3)

N/A

Signed

TEACHER STERN LLP

Date 16 October 2009

On behalf of ~~XXXXXXXXXXXXXXXXXXXX~~ (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. 36624
CHARGE NO. 45

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN ASSIGNMENT OF RECEIVABLES
DATED 29 SEPTEMBER 2009 AND CREATED BY EVERTON
FOOTBALL CLUB COMPANY, LIMITED (THE) FOR SECURING
ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY
TO INVESTEC BANK PLC 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 17 OCTOBER
2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 OCTOBER
2009

*plc
CH*

