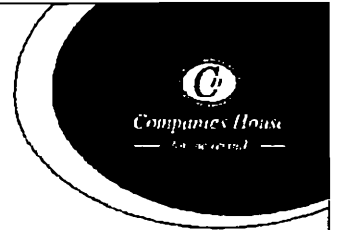


561999/13

In accordance with Section 860 of the Companies Act 2006

MG01

Particulars of a mortgage or charge



A fee is payable with this form
We will not accept this form unless you send the correct fee
Please see 'How to pay' on the last page

What this form is for
You may use this form to register particulars of a mortgage or charge in England and Wales or Northern Ireland

What this form is NOT for
You cannot use this form to register particulars of a charge for a Scottish company. To do this, please use MG01s

FRIDAY



A07 31/12/2010 194
COMPANIES HOUSE

1 Company details

Company number: 00036624

Company name in full: The Everton Football Club Company Limited (the "Company")

For official use
→ Filing in this form
Please complete in typescript or in bold black capitals
All fields are mandatory unless specified or indicated by "

2 Date of creation of charge

Date of creation: 20 11 2010

3 Description

Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'

Description: Assignment of Payments (the "Assignment")

4 Amount secured

Please give us details of the amount secured by the mortgage or charge

Amount secured: Please see Continuation Sheet

Continuation page
Please use a continuation page if you need to enter more details

MG01 – continuation page
Particulars of a mortgage or charge

4

Amount secured

Please give us details of the amount secured by the mortgage or charge

Amount secured

The Company has covenanted to -

- 1 discharge on demand from time to time all the obligations and liabilities of the Company to Barclays of any kind and in any currency (whether at the date of the Assignment of thereafter, actual or contingent and whether as principal or surety or incurred alone or jointly with another and whether Barclays shall have been an original party to the relevant transaction or not),
- 2 pay to Barclays on demand from time to time the Expenses, and
- 3 pay to Barclays on demand from time to time Interest on the amounts referred to in clauses 2 1 and 2 2 of the Assignment (paragraphs 1 and 2 above) from the date on which the Company has agreed to pay interest on them or, if there is no such agreement, from the date on which they become due,

(together, the "**Obligations**")

MG01
Particulars of a mortgage or charge

5 Mortgagee(s) or person(s) entitled to the charge (if any)

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge		Continuation page Please use a continuation page if you need to enter more details
Name	Barclays Bank PLC (" Barclays ")	
Address	1 Churchill Place	
	London	
Postcode	E 1 4 5 H P	
Name		
Address		
Postcode		

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged		Continuation page Please use a continuation page if you need to enter more details
Short particulars	Please see Continuation Sheet	

MG01
Particulars of a mortgage or charge

7

Particulars as to commission, allowance or discount (if any)

Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his

- subscribing or agreeing to subscribe, whether absolutely or conditionally, or
- procuring or agreeing to procure subscriptions, whether absolute or conditional,

for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered

Commission allowance or discount

Nil

8

Delivery of instrument

You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860). If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 866).

We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 870). The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it. Where a body corporate gives the verification, an officer of that body must sign it. We will accept a verified copy where section 867(2) applies (property situated in another part of UK).

9

Signature

Please sign the form here

Signature

Signature

X *Rinew Mason Ltd* X

This form must be signed by a person with an interest in the registration of the charge

MG01 – continuation page

Particulars of a mortgage or charge

6

Short particulars of all the property mortgaged or charged

Please give us the short particulars of the property mortgaged or charged

Short particulars

1 As a continuing security for the discharge and payment of the Obligations and with full title guarantee, the Company has assigned absolutely and unconditionally to Barclays the Company's right, title, benefit and interest (present and future) in the Payments together with all rights for the Company to sue or take action in respect of any non-payment of the Payments by the Premier League (the "**Assigned Rights**")

2 The Company has agreed that it will not without Barclays' prior written consent -

2 1 create or permit to arise or continue any Encumbrance over the Assigned Rights or any right relating to the Assigned Rights, or

2 2 dispose or purport to dispose of any interest in or grant any right over any Assigned Rights

Definitions:-

"**Encumbrance**" includes any mortgage, charge (fixed or floating), pledge, lien and any other arrangement or interest (whether by way of assignment, trust, title retention or otherwise) which has the effect of creating security or payment priority

"**Expenses**" means all expenses (on a full indemnity basis), from time to time paid or incurred by an administrator (appointed under the Insolvency Act 1986) of the Company in carrying out his statutory functions and that administrator's remuneration and all expenses (on a full indemnity basis) including legal fees, from time to time paid or incurred by Barclays or any Receiver at any time in connection with the Assigned Rights or the Obligations or in taking, perfecting or enforcing the Assignment or in exercising any right or power under the Assignment or otherwise together with VAT upon such expenses where appropriate

"**Interest**" interest at the rate or rates agreed between Barclays and the Company and in the absence of agreement in respect of any liability or obligation at the rate of 3% per annum above the base rate of Barclays from time to time

"**Investec Stabiliser Payments**" means all amounts payable by the Premier League to the Company in May 2011 and June 2011 in respect of Overseas Broadcasting Money, Title Sponsorship Money, Commercial Contract Money and Radio Contract Money (each as defined in the Rules) and which have been assigned by the Company to Investec Bank Plc prior to the date of the Assignment

"**Payments**" all amounts (including VAT) due or owing to or which may be due or owing to or purchased or otherwise acquired by the Company from the Premier League for the 2010/2011 association football season in relation to the Central Funds (as defined in Rule C51 1 of the Rules) (save for (1) the first £1,620,000 of such sum due to the Company and (2) the Investec Stabiliser Payments) arising from or in relation to the provision by the Premier League Clubs of rights to the Premier League to enable it to fulfil its agreements for the broadcasting and televising and the recording and/or filming of any association football match involving such clubs

"**Premier League**" means as appropriate, The Football Association Premier

6

Short particulars of all the property mortgaged or charged

Please give us the short particulars of the property mortgaged or charged

Short particulars

League Limited or combination of association football clubs comprising the clubs known as the FA Premier League, or any replacement thereof by whatever name

"Receiver" any person appointed as receiver, administrative receiver, administrator, manager or receiver and manager

"Rules" means the rules and constitutional documents of the Premier League from time to time in force

"VAT" value added tax or any other tax on added value or on turnover for the time being in force

MG01

Particulars of a mortgage or charge

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name Michael Kidd

Company name Pinsent Masons LLP

Address 1 Park Row

Post town Leeds

County/Region West Yorkshire

Postcode

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County

DX

Telephone 0113 244 5000

Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.

Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- The company name and number match the information held on the public Register
- You have included the original deed with this form
- You have entered the date the charge was created
- You have supplied the description of the instrument
- You have given details of the amount secured by the mortgagee or chargee
- You have given details of the mortgagee(s) or person(s) entitled to the charge
- You have entered the short particulars of all the property mortgaged or charged
- You have signed the form
- You have enclosed the correct fee

Important information

Please note that all information on this form will appear on the public record.

How to pay

A fee of £13 is payable to the Companies House in respect of each mortgage or charge.

Make cheques or postal orders payable to 'Companies House'.

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
DX 481 N R Belfast 1

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquires@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



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

Pursuant to section 869(5) & (6) of the Companies Act 2006

COMPANY NO. 36624
CHARGE NO. 47

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN ASSIGNMENT OF PAYMENTS
DATED 20 DECEMBER 2010 AND CREATED BY EVERTON
FOOTBALL CLUB COMPANY, LIMITED (THE) FOR SECURING
ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY
TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER
UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT
CREATING OR EVIDENCING THE CHARGE WAS REGISTERED
PURSUANT TO CHAPTER 1 PART 25 OF THE COMPANIES ACT
2006 ON THE 31 DECEMBER 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6 JANUARY 2011

