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## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

A fee of £13 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

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

For official use

Company number

Name of company

\* A H MARKS & COMPANY LIMITED (the Mortgagor)

Date of creation of the charge

21 OCTOBER 2005

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

Legal Charge

Amount secured by the mortgage or charge

- (i) all monies and liabilities from time to time due owing or incurred by the Mortgagor to Stirling under or in respect of the Legal Charge;
- (ii) all monies and liabilities which would be or become payable by the Mortgagor to Stirling under or in respect of the Lease but for the forfeiture by Stirling of the Lease or its disclaimer by any liquidators of the Mortgagor, on the date or dates upon which (but for such forfeiture or disclaimer) such sums would otherwise fall due for payment under the Lease
- (iii) all costs, charges, expenses and other sums whatsoever (including without prejudice to the generality of the foregoing any legal and other professional costs, charges and expenses including VAT) on a full and unqualified indemnity basis howsoever incurred or to be incurred by Stirling or by or through any receiver, attorney, delegate, sub-delegate, substitute or agent of Stirling or the Mortgagor (including without limitation the remuneration of any of them) for any of the purposes referred to in this deed or otherwise howsoever in relation to the Charged Assets and all other costs, charges and expenses (whether in respect of litigation or not) incurred or to be incurred in the negotiation, preparation, completion, protection, realisation, enforcement of, or the collection or recovery of any monies from time to time owing under such security (or any security collateral or supplemental thereto) or in insuring, inspecting, repairing, maintaining, completing, managing, letting, realising or exercising any other power, authority or discretion in relation to the Charged Assets

Please see Continuation Sheet ....

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

STIRLING INVESTMENT PROPERTIES LLP (registered number OC310275) whose registered office is at London House, Little London Road, Sheffield

Postcode S8 0UJ

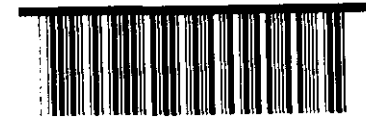
Presentor's name address and reference (if any):

Walker Morris Solicitors  
Kings Court  
12 King Street  
LEEDS  
LS1 2HL

DX: 12051 LEEDS 24

For official Use (02/00)  
Mortgage Section

Post room



A45  
COMPANIES HOUSE

451  
28/10/2005

Time critical reference  
JDM/NEW.547-299

Short particulars of all the property mortgaged or charged

1. By way of Legal Mortgage, the Property.  
2. By way of assignment, the Rental Income.  
3. By way of assignment, the proceeds of any Disposal in respect of the Charged Assets, the proceeds of any claim made under any insurance policy relating to the Charged Assets and all deeds and documents from time to time relating to the same and all the proceeds of any insurance from time to time affecting the Charged Assets.  
4. By way of assignment, the Property Rights.

The Mortgagor covenants that it shall not during the Security Period without the prior consent in writing of Stirling, save for the Permitted Security, create or permit to arise any Security on the Charged Assets whether ranking before, pari passu, with or after the Legal Charge.

Property means: Part of the freehold title registered under title number WYK736461 and known as Wyke Chemical Works, Wyke Lane, Wyke, Bradford and shown edged red on the plan attached to the Legal Charge numbered 1,

Part of the freehold land registered under title number WYK285936 and known as Cow Close Farm, Cow Close Lane, Wyke, Bradford and shown edged red on the plan attached to the Legal Charge numbered 2,

Freehold land registered under title number WYK459748 and known as The Nurseries, Whitehall Road, Wyke, Bradford;

Freehold land registered under title number WYK247902 and known as 2 Cow Close Cottages, Cow Close Lane, Wyke, Bradford; and,

Freehold Land registered under title number WYK247903 and known as 1 Cow Close Cottages, Cow Close Lane, Wyke, Bradford. See Continuation Sheet ....

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)

None

Signed Waver Mams

Date 26 October 2005

On behalf of ~~XXXXXX~~ [mortgagee/chargee] †

*A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)*

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

† delete as appropriate

CHFP025

# Particulars of a mortgage or charge (continued)

Please do not  
write in this  
binding margin

Continuation sheet No \_\_\_\_\_  
to Form No 395 and 410 (Scot)

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

Company Number

87911

Name of Company

A H MARKS & COMPANY LIMITED (the Mortgagor)

Limited\*

\* delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

**Stirling** means: Stirling Investment Properties LLP

**the Lease** means: the lease made the 21st day of October 2005 between Stirling (1) and the Mortgagor (2) of property known as land and buildings at Wyke Lane, Bradford

**Charged Assets** means: all property and assets and rights of the Mortgagor charged by the Legal Charge

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

Please do not  
write in this  
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

together with all buildings thereon and all Fixtures subject to and with the benefit of all rights, easements, covenants, restrictions, stipulations, agreements, declarations and other matters affecting and/or benefiting the same.

**Fixtures** means: all assets of whatever nature apart from land and buildings forming part of the Property.

**Rental Income** means: the gross rents, licence fees and other moneys receivable now or hereafter at any time by the Mortgagor in respect of or arising out of any lease of the Property or any agreement for lease or otherwise without limitation derived by the Mortgagor from the Property or otherwise paid to or received by the Mortgagor in respect of the Property but not including payments made under any insurance policy relating to the Property.

**Disposal** includes: any charge, sale (whether subject to this deed or otherwise), lease, sub-lease, assignment or transfer, or any agreement to enter into any of the foregoing, the grant of an option or similar right, the creation of a trust or other equitable interest in favour of a third party and a sharing or parting with possession or occupation whether by way of licence or otherwise and **Dispose** and **Disposition** shall be construed accordingly.

**Property Rights** means: any option to purchase the freehold or superior leasehold, or to obtain a new lease of the Property, any guarantees relating to the Property, any share or membership rights in a residents' association or management company relating to the Property and any other benefit or right of any kind relating to the Property its construction use or title.

**Permitted Security** means: the GE Debenture as defined in an intercreditor deed entered into on the 21st day October 2005 between Stirling (1) the Mortgagor (2) and GE Commercial Finance Limited (3).

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

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00087911

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 21st OCTOBER 2005 AND CREATED BY A.H.MARKS & COMPANY, LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO STIRLING INVESTMENT PROPERTIES LLP 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 28th OCTOBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st NOVEMBER 2005.

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*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES