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COMPANIES FORM No. 395

Particulars of a mortgage or charge

CHWP000

Please do not
write in
this margin

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

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

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



Name of company

* insert full name
of Company

* Stoke City Football Club Limited

Date of creation of the charge

20 FEBRUARY 2003

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

T Deed of Assignment of Material Sales Contract dated 30.1.02 and made
between the Company (1) Summit Structures (2)

Amount secured by the mortgage or charge

04 All monies, debts and liabilities from time to time due, owing or incurred
by the Company to the Bank on any current or other account
whatsoever, in each case whether present or future, whether alone or
jointly with any other person, whether actual or contingent, whether as
principal or as surety, in whatsoever name, firm or style and in
whatsoever currency denominated, together with interest to the date of
payment and all commission, fees, costs (including, without limitation,
legal fees) and expenses on a full indemnity basis and other charges

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

2 The Co-operative Bank p.l.c
1 Balloon Street Manchester

Postcode M60 4EP

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

Berg & Co
Scottish Mutual House
35 Peter Street
Manchester M2 5RG

Time critical reference

For official Use
Mortgage Section

Post room



A50
COMPANIES HOUSE

0765
08/08/03

The Company, with full title guarantee, assigns absolutely with immediate effect to the Bank the full benefit of all its right, title and interest in and under the Material Sales Contract, including for the avoidance of doubt all rights of the Company to sue or take action in respect of any breach of the obligations of the Contractor contained in the Material Sales Contract

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

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed *ber...*

Date *7 Mar 2003*

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

† 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:-

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00099885

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT OF MATERIAL SALES CONTRACT DATED 30/01/02 DATED THE 20th FEBRUARY 2003 AND CREATED BY STOKE CITY FOOTBALL CLUB LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CO-OPERATIVE BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th MARCH 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th MARCH 2003.

RG



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —