



COMPANIES FORM No. 395

Particulars of a mortgage or charge**395**Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

s/A 2139762

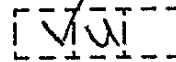
Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number

M221



229606

Name of company

* BHS plc

* insert full name
of company

Date of creation of the charge

27 July 1989

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

Fifth Supplemental Trust Deed supplemental to a Principal Deed
dated 10 February 1960.

Amount secured by the mortgage or charge

£ 576,537 5½ per cent. First Mortgage Debenture Stock 1989/94
£ 952,866 6½ per cent. Mortgage Debenture Stock 1989/94 and
£1,456,270 7 1/4 per cent. Mortgage Debenture Stock 1994/98 of the
Company and interest therein and all moneys intended to be secured
by the Principal Deed and deeds supplemental thereto.

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

Commercial Union Assurance Company plc

St Helen's, 1 Undershaft

London

Postcode

EC3P 3DQ

Presentor's name address and
reference (if any): HPLinklaters & Paines
Barrington House
59-67 Gresham Street
LONDON EC2V 7JAFor official Use
Mortgage Section

Post room

14/8.

REGISTERED

14 AUG 1989



Time critical reference

Short particulars of all the property mortgaged or charged

The properties listed herein (including the continuation sheet) together in each case with all buildings, fixtures and fittings and fixed plant and machinery thereon belonging to the Company and all rights, powers, easements and appurtenances thereto belonging subject to but with the benefit of all leases and under-leases, tenancies and sub-tenancies and any exceptions, reservations, rights, easements, rent charges, covenants and conditions affecting the same or part or parts thereof:-

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)

Signed

Likkleben-Paries

Date

11. 8. 89

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.

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

Please do not
write in this
binding margin

**Particulars of a mortgage or charge
(continued)**

Continuation sheet No _____
to Form No 395 and 410 (Scot)

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

Company number

Name of company

BhS plc

Limited*

*delete if
inappropriate

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

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	<u>Title Number</u>
- ABERDEEN 91/93 Union Street	
- BEXLEYHEATH 19 The Mall, Broadway Shopping Centre	
- CHELTENHAM 30 Regent Arcade	GR 110972
- FAREHAM 51 Osborne Square	
- HAMILTON 35/37 Regent Way	
- HARROW Store D, St Anns Precinct	
- HUDDERSFIELD 9-23 The Shambles	WYK 428044
- SCUNTHORPE 82B High Street	
- SUNDERLAND 86/89 High Street West	
- WEMBLEY St John's Road 1-8 Ecclestone Mews and 1 Ecclestone Court	MX 420584 MX 271475 MX 413574 MX 376679 MX 67913 MX 72155
- WEMBLEY 508 High Road	MX 465249



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

I hereby certify that a Supplemental Trust Deed dated 27th JULY 1989 and created by BHS plc for securing £576,537 5.1/2% First Mortgage Debenture Stock 1989-94, £952,866 6.1/2% Mortgage Debenture Stock 1989-94 and £1,456,270 7.1/4% Mortgage Debenture Stock 1994-98 of the Company and interest thereon created under this Deed and all moneys due or to become due from the Company and/or all or any of the other companies named therein to COMMERCIAL UNION ASSURANCE COMPANY plc as secured by the Principal Deed dated 12th FEBRUARY 1960 and Deeds supplemental thereto was registered pursuant to Chapter I Part XII of the Companies Act 1985, on the 14th AUGUST 1989

Given under my hand at the Companies Registration Office,
Cardiff the 22nd AUGUST 1989

No. 229606

P. Jones
P. JONES

an authorised officer

Certificate and instrument received by

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Date 22/8