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in black type, or
bold block lettering

* insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

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 5)

For official use

Company number

6

273400

Name of company

* LONGCLIFFE QUARRIES LIMITED of

Longcliffe, Brassington, Derbyshire

Date of creation of the charge

21st June 1999

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

Legal Charge

Amount secured by mortgage or charge

Ninety thousand pounds (£90,000.00)

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

COLIN DAVID SPENCER, STANLEY JAMES SPENCER and RICHARD EDWARD

WILLIAM SPENCER trading in partnership as SPENCER BROTHERS of Bow Wood Farm

Lea Bridge, Nr. Matlock, Derbyshire

Postcode

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

Heny, Loveday & Keighley,
Solicitors,
Bank Road,
Matlock,
Derbyshire, DE4 3AQ

Ref: ID

Time critical reference

For official Use
Mortgage Section

Post room



COMPANIES HOUSE 24/06/99

Peapod Solutions Ltd.

Short particulars of all the property mortgaged or charged

Land comprising 23.022 acres or thereabouts at Brassington in the County of Derby known as Hoe Grange Quarry, Brassington, Derbyshire

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

Particulars as to commission allowance or discount (note 3)

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

Signed

Date 23rd June 1999

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 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF4 3UZ, DX: 33050 Cardiff

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00273400

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 21st JUNE 1999 AND CREATED BY LONGCLIFFE QUARRIES LIMITED FOR SECURING £90,000 DUE OR TO BECOME DUE FROM THE COMPANY TO COLIN DAVID SPENCER, STANLEY JAMES SPENCER and RICHARD EDWARD WILLIAM SPENCER trading in partnership as SPENCER BROTHERS WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th JUNE 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 29th JUNE 1999.

A large, stylized handwritten signature, possibly 'F' or 'P', in black ink.

A smaller, more complex handwritten signature in black ink.



C O M P A N I E S H O U S E



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES