



Particulars of a mortgage or charge

395

CHFP025

Please do not
write in
this margin

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

*insert full name
of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

6111

315587

Name of company

* Shrewsbury Town Football Club plc

Date of creation of the charge

23rd June 2006

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

Second Legal Charge and Deed of Priority

Amount secured by the mortgage or charge

1. £550,000.
2. Any reasonable sums paid to any third party and/or any losses costs outgoings expenses and liabilities suffered or incurred by the Chargor in procuring vacant possession of Shrewsbury Town Football Club, Gay Meadow, Shrewsbury, Shropshire.
3. All reasonable expenses incurred by the Chargor in connection with enforcing or exercising any power under the legal charge.
4. Any VAT paid by the Chargor on the construction costs pursuant to a Development Agreement dated 23rd June 2006.
5. Interest payable by the Company in the event of default.

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

Heritable Bank Limited 8 Hill Street, London

Postcode W1J 5NG

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

Richards Butler LLP
Beaufort House
15 St Botolph Street
London
EC3A 7EE

MNA/1017107

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room



LD2
COMPANIES HOUSE

L0SCPH3M

310
14/07/2006

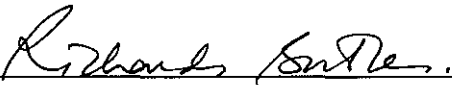
Second Legal Charge over The New Stadium Site at Oteley Road, Shrewsbury, Shropshire SY2 6AB.

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



Date 13th July 2006

On behalf of ~~XXXXXXXXXXXX~~ [chargee] †

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

† 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 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

FILE COPY



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

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

COMPANY No. 00315587

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SECOND LEGAL CHARGE DATED THE 23rd JUNE 2006 AND CREATED BY SHREWSBURY TOWN FOOTBALL CLUB P.L.C. FOR SECURING £550,000. AND ANY OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO HERITABLE BANK LIMITED 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 14th JULY 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19th JULY 2006.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES