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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 6)

For official use

Company number

16

331905

Name of company

* St Helens Rugby Football Club Limited

Date of creation of the charge

2 July 1999

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

Legal Charge

Amount secured by the mortgage or charge

All monies covenanted or agreed to be paid by the Company to Scottish & Newcastle plc or which now are or at any time hereafter may be or become due or owing to Scottish & Newcastle plc by the Company on any account and all other liabilities actual or contingent now existing or hereafter incurred by the Company to Scottish & Newcastle plc and/or Scottish & Newcastle plc's trading companies (whether in either case due owing or incurred by the Company alone or jointly with any other persons) and in whatever name firm or style and whether as principal or surety and all interest discount commission costs expenses and other charges thereon.

The charge secures further advances.

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

SCOTTISH & NEWCASTLE plc
50 East Fettes Avenue
Edinburgh
EH4

Postcode EH4

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

Davies Wallis Foyster
Harvester House
37 Peter Street
Manchester

Ref: JJG/59500-382

Time critical reference

For official Use
Mortgage Section

Post room



A12 *AXD4LHUK* 93
COMPANIES HOUSE 08/07/99

Short particulars of all the property mortgaged or charged

1. By way of a Legal Charge the premises known as St Helens Rugby Football Club Knowsley Road St Helens as the same is described in a Conveyance dated 9 November 1937 made between James Foster May Fred Jones and Joseph Harrison (1) and St Helens Rugby Football Club Limited (2)
2. By way of assignment the goodwill of the business carried on there.
3. By way of assignment the benefit of all Justices Licences and any Public Entertainment Licences held by the Company or the Company's nominee in connection with the said premises.
4. By way of fixed charge or proceeds of insurance maintained in respect of the undertaking property and assets of the Company.
5. By way of fixed charge all goods and moveable fittings not specifically charged and not forming part of the Company's stock in trade.
6. By way of floating charge the whole of the Company's undertaking and all its property and assets whatsoever and wheresoever present and future other than the property and assets from time to time effectively charged to Scottish & Newcastle plc pursuant to the above clauses.

The charge prohibits the creation of any further charges or granting of any leases without the written consent of Scottish & Newcastle plc.

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

Daniel W. W. Foyte

Date 7 July 19999

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

A fee of £10 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00331905

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 2nd JULY 1999 AND CREATED BY ST HELENS RUGBY FOOTBALL CLUB LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO SCOTTISH & NEWCASTLE PLC ON ANY ACCOUNT WHATSOEVER AND ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO SCOTTISH & NEWCASTLE PLC AND/OR SCOTTISH & NEWCASTLE PLC'S TRADING COMPANIES ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th JULY 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th JULY 1999.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC0258

P. Ram