

M

CHWP000

Please do not
write in
this margin

COMPANIES FORM No. 403b

**Declaration that part of the
property or undertaking charged
(a) has been released from the
charge; (b) no longer forms part of
the company's property or undertaking**

403b

Pursuant to section 403(1) (b) of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

18

00426939

Name of company

* insert full name
of company

★ MBM Produce Limited

I, Emanuele Bascetta

of Abbanoy House, Kibblestone Road, Kilbarchan, Johnstone PA10 2PW

† delete as
appropriate

[a director] ~~the secretary~~ ~~the administrator~~ ~~the administrative receiver~~† of the above company, do
solemnly and sincerely declare that with respect to the charge described below the part of the property
or undertaking described ~~has been released from the charge~~ [has ceased to form part of the
company's property or undertaking]†

insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
"Mortgage",
"Charge",
"Debenture" etc

Date and description of charge # 30 March 2007; Legal Charge

Date of registration # 5 April 2007

o the date of
registration may be
confirmed from the
certificate

Name and address of [chargee] ~~trustee for the debenture holders~~ Bank of Scotland plc, The Mound,
Edinburgh EH1 1YZ

Short particulars of property or undertaking released or no longer part of the company's property or
undertaking § See Paper Apart to extent covered by Charge

§ insert brief details
of property or
undertaking no
longer subject to
the charge

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at March Cambridge

Declarant to sign below

on Day Month Year

on

22 04 2009

before me J. H. ORBEZ

A Commissioner for Oaths or Notary Public or Justice of
the Peace or a Solicitor having the powers conferred on a
Commissioner for Oaths.

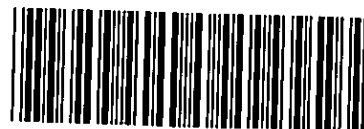
Presentor's name address and
reference (if any) :

Macdonalds
279 Bath Street
Glasgow G2 4JL
DX GW142
Ref: JHW/FIH/MBM/1/10

For official Use (02/00),
Mortgage Section

Post room

SATURDAY



A37

AYIWU9B0

25/04/2009

408

COMPANIES HOUSE

MBM PRODUCE LIMITED 00426939

**PAPER APART IN RELATION TO LEGAL CHARGE – WHITTLESEY ROAD,
MARCH, CAMBRIDGESHIRE**

Short particulars of property or undertaking released or no longer part of company's property or undertaking to the extent covered by the Charge:-

- 1** The Variety Activities together with the right, title and interest of the Company as beneficial and legal owner in and to the following assets:-
 - 2.1.1 the Confidential Information;
 - 2.1.2 the Intellectual Property Rights;
 - 2.1.3 the Records;
 - 2.1.4 the Stocks;
 - 2.1.5 the Company's right (subject to the burden) in and to the Seed Contracts.

Definitions relative to 1 above

Confidential Information means, other than the Know-How, all information or data not at present in the public domain and all trade secrets relating to the Variety Activities including all information contained and/or referred to in lists or details of customers and suppliers, marketing and sales research, surveys and reports, advertising and promotional information, financial information, product data, information concerning the supply and pricing of products, raw materials or services, all information relating to current trading performance and future Variety Activities strategy;

Contracts means the Seed Contracts , Customer Contracts and Grower Contracts

Customer Contracts means all contracts, agreements and/or arrangements between the Company and third parties for the sale of potatoes of the Variety, including all outstanding customer orders;

Goodwill means the goodwill attaching to the Variety Activities;

Grower Contracts means all contracts, agreements and/or arrangements between the Company and third parties for the growing of potatoes of the Variety;

Intellectual Property Rights means the Goodwill, the Know-How, the Trade Marks, the Plant Variety Rights and all intellectual property and intellectual property rights in connection with and/or relating to or forming part of or comprised within the Variety, including and registered trade mark, unregistered trade mark, service mark,

confidential information, trade name, trade secret, business name, trading style, product packaging, discovery, invention, process, formula, know-how, show-how, technical knowledge, certification mark, brand name or mark, trade dress, logo, slogan, stylisation, source indicator, specification, improvement, technique or copyright and all similar property rights, whether registrable or not including those subsisting (in any part of the world) in confidential information, business brand names, goodwill or get-up including:-

- 1 any application for or right to apply the protection of any such rights in relation to the above;
- 2 all granted registrations and all applications for registration;
- 3 all renewals, reversions or extensions;
- 4 the right to sue for damages for past infringement, and
- 5 all forms of protection of a similar nature which may subsist anywhere in the world;

Know-How means all information relating to the Variety Activities not at present in the public domain in whatever form held;

Plant Variety Rights means all plant variety rights and plant breeders rights including, without prejudice to the foregoing generality;

Community Plant Variety Right – File Number 19970649

Specie: *Solanum tuberosum* L.

Denomination: ANYA

Breeders reference: scri 86f 2a3

Granted: 16/02/1998

Expiry Date of Protection: 31/12/2026

UK Plant Breeders Rights

Specie: *Solanum tuberosum* L.

United Kingdom

Denomination Anya

Grant Number 6397

Granted: 19 August 1996

Records means all records, howsoever stored, relating to the Variety Activities, including the Contracts and all technical and other information and/or documentation relating to the Variety Activities or the Variety;

Seed Contracts means those contracts, agreements and/or arrangements between the Company and third parties for the production of seed potatoes of the Variety,

Stocks means all raw material stocks of potatoes of the Variety which are in the possession of or under the control of the Company but, for the avoidance of doubt,

always excluding soil, stones and any other non-potato materials within or comprising containers in which such potatoes are stored or held;

Trademarks all registered and unregistered trade marks and names used by the Company in relation to the Variety including, without prejudice to the said generality,

UK Trade Mark No 2064432 – Class 31, dated 27 March 1996 "ANYA ROYALE"

Unregistered Trade Mark "ANYA ROYALE"

Unregistered Trade Mark "ANYA"

Variety Activities means the growing, marketing and sale of the Variety including the production of seed and ware crop;

Variety means a variety of *Solanum tuberosum* L. registered under the name "Anya" and which is the subject of the Plant Variety Rights.

2 The Company has assigned the following intellectual property rights:-

- (a) all those Intellectual Property Rights subsisting in or relating to the Anya Potato in so far as such rights are capable of assignment
- (b) the Registered IPRs
- (c) all goodwill (but not the Excluded Goodwill) attaching to the Registered Trade Marks and the Unregistered Marks; and
- (d) the right to sue for damages and other remedies for any infringement of any of the rights listed from (a) to (c) above which occurred prior to the date of assignment.

Definitions relative to 2 above

"Anya Potato" means a variety of *Solanum tuberosum* L. registered under the name "Anya" and which is the subject of the following plant breeders' rights:-

Description	Jurisdiction	File number	Date of Grant
UK Plant Breeders Rights	United Kingdom	Grant Number 6397	19 August 1996
Community Plant Variety Rights	EU Member States	Decision No. 2673	16 February 1998

"Excluded Goodwill" means any and all goodwill attaching to the Excluded Marks.

"Excluded Marks" means the following:

Trade mark	Jurisdiction	Registration	Class
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		number	
Potato Lovers	UK	2389651	29, 31

“Intellectual Property Rights” means plant breeders’ rights (also known as plant variety rights), copyright and related rights, trade marks, trade names, rights in get up, rights in goodwill or to sue for passing off, unfair competition rights, rights in designs, rights in confidential information (including know how and trade secrets) and any other intellectual property rights, in each case whether registered or unregistered and including all applications (and rights to apply) for, and renewals or extensions of, such rights and all similar or equivalent rights or forms of protection which subsist or will subsist, now or in the future, in any part of the world.

the Registered IPRs means the following registered Intellectual Property Rights:

Registered Plant Breeders’ Rights:

Description	Jurisdiction	File number	Date of Grant
UK Plant Breeders Rights	United Kingdom	Grant Number 6397	19 August 1996
Community Plant Variety Rights	EU Member States	Decision No. 2673	16 February 1998

Registered Trade marks

Trade mark	Jurisdiction	Registration number	Class
Anya Royale	UK	2064432	31

Unregistered Marks means Anya