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Please complete

legibly, preferably in black type, or

* insert full name of company

bold block lettering

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

JUD

M15

For official use

Company number

[76]

735621

Name of company

* NORTHERN TRUST COMPANY LIMITED ("the Mortgagor")

Date of creation of the charge

26th April 1994

To the Registrar of Companies

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

Legal Charge made between the Mortgagor (1) and the Governor and Company of the Bank of Scotland ("the Bank") (2)

Amount secured by the mortgage or charge

All moneys and liabilities which shall for the time being (and whether on or at any time after such demand) be due owing or incurred to the Bank by the Mortgagor whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest discount commission or other lawful charges and expenses which the Bank may in the course of its business charge in respect of any of the matters aforesaid or for keeping the Mortgagor's account and so that interest shall be computed and compounded according to the usual mode of the Bank as well after as before any demand made or judgment obtained hereunder and will on such demand also retire all before or the test which may for the time being be under discount with the Bank and to which may for the time being be under discount with the Bank and to which the Mortgagor is a party whether as drawer acceptor mixed of indemant any defluction whatsoever

Names and addresses of the mertangees or persons and field to the critique

The covernor and company of the Bank of Scotland

The Hami

Edinburgh

Postcode

EHI 1YZ

Presentar's name address and interence of any?

Wilde Sapte Queensbridge House 60 Upper Thames Street London EC4V 3BD

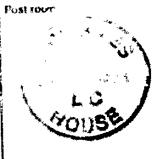
Ref: SJB/ PY25797

Time critical reference

Mortgage Section

REGISTERED

27 APR1994



Page 1

27

By way of legal mortgage all that leasehold property being:-

- land lying to the West of Jackson Street, St. Helens, Merseyside registered under Title No. MS191900
- land on the North West side of Caldway Drive, Liverpool, Merseyside registered under Title No. MS182397
- land lying to the North West side of Baxter's Lane, St. Helens, Merseyside registered under Title No. MS223387 ("the Mortgaged Property")

During the continuance of the security no statutory or other power of granting or agreeing to grant or of accepting or agreeing to accept surrenders of leases or tenancies of the Mortgaged Property or any part thereof shall be capable of being exercised by the Mortgagor without the previous consent in writing of the Bank.

Please complete
legibly, proferably
in black type, or
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lettering
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Particulars as to c	commission allowance or	discount (note 3)	

Signed	W	بليا	Inde
***		31/79	

26 4 94 Date

On behalf of (company), mortgagee / chargee; †

t delete as appropriate

- The enginal instrument (if any) creating or evidencing the charge together with these prescribed particulars correctly completed most be delivered to the Hegistrar 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 Kingdon delivery to the Registrar most be effected within 21 days after the date on which the stationers could be diss course of post, and if dispatched with due disperce, have been received in the United King Lorr (section 208). A copy of the instrument creating the charge will be accounted where the property charged is situated and the charge was created outside the United Kingdom (section 3.2% and in such cases the copy must be virified to be a correct copy either by the company, or by the person who has delivered or sent the copy to the Hegistrar. The vertication must be signed by or on behalf of the person grand the vertication and where this is given by a body corporate it must be a jeed by an of our of that body. A vertisel copy will also be accepted where section 398(4) applies (property state in Scotland or Northern Februal and Form No. 398 is salamitted
- 2. A description of the instrument eg." Front Deed', Debenture", "Mortgage" or Legal charge", etc. as the case may be shockt be given
- 3. In this section there should be inserted the amount or rate per cent of the commission, a awance or discuss if any, said or made either directin or is treatly by the company to any person in consideration of his.
 - fall subscribing or agreeing to subscribe, whether absolutely or conditionally or
 - (b) producing or agreeing to produce subscriptions, whether absolute or conditional for any of the derentures included in this return. The rate of interest payable under the terms of the debentures should not be entered
- If any of the spaces in this form provide insufficient space the profitablers must be entered on the prescribed continuition sheet



OF A MORTGAGE OR CHARGE

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

COMPANY No. 00735621

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 26th APRIL 1994 AND CREATED BY NORTHERN TRUST COMPANY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO the GOVERNUR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 27th APRIL 1994

GIVEN AT COMPANIES HOUSE, CARDIFF THE 29th APRIL 1994.

for the Registrar of Companies



