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*insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

151

2642802

Name of company

*G.F. O'BRIEN (HOLDINGS) LIMITED
("the Company")

Date of creation of the charge

31 August 1995

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

LEGAL MORTGAGE between the Company (1) Statim Finance Ltd (2) and the Secured Parties (3) (as defined in the Mortgage)

Amount secured by the mortgage or charge

1 All moneys which have been or are now or may hereafter from time to time be advanced to the Company by any of the Secured Parties.2 All other indebtedness and/or liabilities whatsoever of the Company to any of the Secured Parties present future actual and/or contingent and whether incurred as principal or surety.3 Any monies due and owing to AAH Plc, M&S Toiletries Ltd and/or any subsidiary of AAH Plc as defined in the Legal Mortgage in respect of Trading Debts as defined in the Legal Mortgage and any liabilities which Statim Finance Limited may incur in respect of the Company under its guarantee given to Barclays Bank Plc as referred to in the Legal Mortgage.4 On a full indemnity basis all costs charges expenses and other sums incurred in relation to the realisation enforcement protection or perfection of rights under the Legal Mortgage and the security constituted thereby or the recovery of any of the indebtedness referred to in the Legal Mortgage to any of the secured parties or by any Receiver.5 Interest & charges upon or relating to all advances indebtedness liabilities costs expenses and other moneys at the rate of 1.25% p.a. above the Base Rate of Barclays Bank Plc or the rate of interest imposed by Barclays Bank Plc under the terms of the Loan or Guarantee or either of them as defined in the Legal Mortgage whichever shall be the higher.

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

STATIM FINANCE LIMITED Hampton Court Tudor Road Manor Park Runcorn

Cheshire behalf of itself and the Secured Parties as defined in the

Legal Mortgage.

Postcode

WA7 1TX

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

Paris, Smith & Randall
Lansdowne House
Castle Lane
Southampton
Hants., SO14 2JQ

NV.NC.

Time critical reference

For official use
Mortgage Section

Post room



PMO *P2RVCEMP* 394
COMPANIES HOUSE 08/09/95

Short particulars of all the property mortgaged or charged

A first fixed charge on all stock shares bonds and securities of any kind whatsoever whether marketable or otherwise both present and future of the Company together with substituted securities which it may now or hereafter hold or beneficially own in A.W. Sutton (Chemists) Limited including all dividends interest or other distributions hereinafter paid or payable or made in respect of the same and all allotments accretions offers rights benefits and advantages whatsoever at any time accruing offered or arising and all stocks shares rights money or property accruing or offered at any time by way of conversion redemption bonus preference option or otherwise.

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Particulars as to commission allowance or discount (note 3)

NIL

Signed

✓ Date 6 September 1995

On behalf of ~~(company)~~ (mortgagee/chargee)† xxx Paris Smith & Randall

† delete as
appropriate

- 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02642802

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 31st AUGUST 1995 AND CREATED BY G.F. O'BRIEN HOLDINGS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO STATIM FINANCE LIMITED AS SECURITY TRUSTEE FOR THE SECURED PARTIES (AS DEFINED IN THE LEGAL MORTGAGE) UNDER THE TERMS OF THIS LEGAL MORTGAGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th SEPTEMBER 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th SEPTEMBER 1995 .

RICHARD NEIL OWENS

for the Registrar of Companies



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

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