

COMPANIES FORM No. 395

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Particulars of a mortgage or charge

psm



395

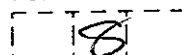
Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number



2700283

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

Name of company

* RUTLAND SHOE COMPANY LIMITED

insert full name
of company

Date of creation of the charge

30 March 1999

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

Notice of Retention of Title

Amount secured by the mortgage or charge

All sums due or to become due from the Company
to the chargee under any contracts for the sale
of goods for the time being outstanding at any
time during the existence of this charge.

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

The City (Europe) PLC

City House, 55-57 Rivington Street

London

Postcode

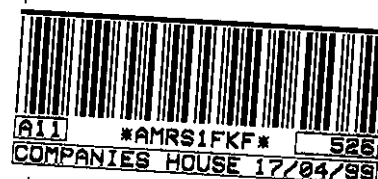
EC2A 3QB

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

The City (Europe) PLC
City House
55-57 Rivington Street
London EC2A 3QB

For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

1. The goods supplied by the chargee to the company.
2. The proceeds of sale of the goods held by the company in the capacity of commission agent.
3. The joint interest which the company may have with any third party in goods which consist of the goods admixed with the goods of the third party.
4. Any goods in the possession of the company into which any of the goods have been incorporated or for which the goods have been used as material.
5. The proceeds of sale of any goods sold by the company into which the goods have been incorporated or for which the goods have been used as material.

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)

N/A

Signed



Date 14 April 1999

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

† 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 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ



Please find enclosed Form 395 and original document.

Please debit pre-paid account No 00400018

The City (Europe) Plc

City House 55-57 Rivington Street London EC2A 3QA

Tel: 0171-613 2288 Fax: 0171-613 1406 E-mail: cityeurope@aol.com

REGISTERED IN ENGLAND NO 2508090 REGISTERED OFFICE AS ABOVE

FILE COPY



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

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

COMPANY No. 02700283

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A NOTICE OF RETENTION OF TITLE DATED THE 30th MARCH 1999 AND CREATED BY RUTLAND SHOE COMPANY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE CITY (EUROPE) PLC UNDER ANY CONTRACTS FOR THE SALE OF GOODS OUTSTANDING UNDER THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17th APRIL 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd APRIL 1999.

A handwritten signature in black ink, consisting of a stylized 'R' and 'S'.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC026B