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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For official use Company number

Name of company

[5] [1] [1] [1] [1] [1]

2849319

*Insert full name
of company***BRIGHTON & HOVE ALBION HOLDINGS LIMITED**

Date of creation of the charge

30th November 1998

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

Composite guarantee and debenture between Brighton & Hove Albion Football Club Limited, Brighton & Hove Albion Holdings Limited, Brighton & Hove Sports and Leisure Limited and Raymond Bloom dated 30th November 1998

Amount secured by the mortgage or charge

£500,213,00. due from the Company to the Chargee and guaranteed by The Brighton & Hove Albion Football Club Limited and Brighton & Hove Sports and Leisure Limited

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

RAYMOND BLOOM of 21 Tongdean Road, Hove, East Sussex

Postcode

Presentor's name, address and
reference (if any):**BOSLEY & CO.,
5 MARLBOROUGH PLACE
BRIGHTON BN1.1UB****DX 36665 - BRIGHTON 2**

Time critical reference

For official use
Mortgage section

Short particulars of all the property mortgaged or charged

Legal Mortgage over all freehold and leasehold property (including fixtures, plan and machinery) present and future

Fixed equitable charge over all estates or interests in freehold and leasehold property present and future (including all licences held by the company and other benefits over the land) and over all building fixtures, fixed plant and machinery present and future

Fixed charge over all book debts, any monetary debts and any claims by the company including arising out of Judgment present and future

Fixed charge over all securities

Fixed charge over uncalled capital, goodwill and intellectual property present and future

Fixed charge over amounts realised under S.238, 239 or 244 Insolvency Act 1986

Floating Charge over the company's undertaking and any property, assets or rights whatsoever present and future situated in Scotland

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

Boeluy to.

Date

3-12-1998

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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02849319

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A COMPOSITE GUARANTEE AND DEBENTURE DATED THE 30th NOVEMBER 1998 AND CREATED BY BRIGHTON & HOVE ALBION HOLDINGS LIMITED FOR SECURING £500,213.00 DUE FROM THE COMPANY TO RAYMOND BLOOM AND GUARANTEED BY THE BRIGHTON & HOVE ALBION FOOTBALL CLUB LIMITED AND BRIGHTON & HOVE SPORTS AND LEISURE LIMITED UNDER THE TERMS OF THE DEED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th DECEMBER 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7th DECEMBER 1998.

A handwritten signature in dark ink, appearing to read 'J. M. Evans'.

J. M. EVANS

for the Registrar of Companies

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The Companies House logo, consisting of a stylized 'CH' inside a circle.

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

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