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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  
(Address overleaf - Note 5)

For official use

Company number

4 30

3194496

Name of company

\* insert full name  
of Company

\* THE SANDWICH FACTORY HOLDINGS LIMITED

Date of creation of the charge

15TH JULY 1996

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

CHARGE OVER SECURITIES BETWEEN THE SANDWICH FACTORY  
HOLDINGS LIMITED AND CLYDESDALE BANK EQUITY LIMITED

Amount secured by the mortgage or charge

ALL MONIES AND LIABILITIES NOW OR HEREAFTER DUE,  
OWING OR INCURRED IN WHATSOEVER MANNER TO  
CLYDESDALE BANK EQUITY LIMITED

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

CLYDESDALE BANK EQUITY LIMITED

30 ST VINCENT PLACE

GLASGOW

Postcode

G1 2HL

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

KMM/61278

Elliott & Company

Centurion House

Deansgate

Manchester M3 3WT

Time critical reference

For official Use  
Mortgage Section

Post room



A01 \*AKAS2NL6\* 302  
COMPANIES HOUSE 27/07/96

Short particulars of all the property mortgaged or charged

1. ALL SHARES AND STOCK IN THE SANDWICH FACTORY LIMITED AS SPECIFIED IN THE FIRST SCHEDULE TO THE CHARGE AND LISTED ON THE ATTACHED SHEET HERETO, AND ALL STOCK, SHARES, BONDS, DEBENTURES, NOTES OR OTHER SECURITIES DEPOSITED/TRANSFERRED OR REGISTERED IN THE NAME OF CLYDESDALE BANK EQUITY LIMITED OR ALLOTTED OR SUBSTITUTED FOR THE SAME.

Please do not write in this margin

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

2. ALL DIVIDENDS, DISTRIBUTIONS, INTEREST OR OTHER INCOME PAID IN RESPECT OF SECURITIES AND ALLOTMENTS, OFFERS, RIGHTS, BENEFITS, MONEY/PROPERTY ACCRUING, OFFERED OR ARISING FROM THE SECURITIES WHETHER BY CONVERSION, REDEMPTION, BONUS, PREFERENCE, OPTION.

3. ALL ACCRETIONS OF A CAPITAL NATURE ACCRUING TO THE SECURITIES AND ALL REPAYMENTS OF PRINCIPAL ON LOAN NOTES OR DEBT INSTRUMENTS AND ALL CAPITAL SUMS RECEIVED THERETO WHETHER UPON ANY REDUCTION OF SHARE CAPITAL OR BY WAY OF DISTRIBUTION UPON THE WINDING UP OF A COMPANY WHOSE SHARES/STOCK FORM PART OF THE SECURITIES.

Particulars as to commission allowance or discount (note 3)

N/A

Signed Elwatt & Coys

Date 26th July 1976

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:-

Please do not  
write in this  
binding margin

## Particulars of a mortgage or charge (continued)

Continuation sheet No \_\_\_\_\_  
to Form No 395 and 410 (Scot)

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

Company number

3194496

Name of company

THE SANDWICH FACTORY HOLDINGS LIMITED

Limited \*

\* delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

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

Please do not  
write in this  
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

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

4. ALL MONIES PAID, MADE OR RECEIVED IN RESPECT OF THE SECURITIES AND WHICH ARE CHARGED AS LISTED ABOVE.

5. ANY FURTHER OR OTHER SECURITIES DEPOSITED WITH CLYDESDALE BANK EQUITY LIMITED IN SUBSTITUTION FOR OR IN ADDITION TO THE SECURITIES LISTED ABOVE.

SHARES REFERRED TO IN NUMBERED PARAGRAPH 1. ABOVE :

ISSUER	NUMBER OF SHARES	CLASS OF SHARES	PAR VALUE
THE SANDWICH FACTORY LIMITED	4000	A DEFERRED	£1
	6000	B DEFERRED	£1
	250,000	REDEEMABLE PREFERENCE NON-VOTING	£1
	4000	A PREFERRED	US\$1
	6000	B PREFERRED	US\$1

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03194496

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER SECURITIES DATED THE 15th JULY 1996 AND CREATED BY THE SANDWICH FACTORY HOLDINGS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CLYDESDALE BANK EQUITY LIMITED UNDER THE TERMS OF THIS CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 27th JULY 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31st JULY 1996.

*J. Cambourne*  
J. CAMBOURNE

for the Registrar of Companies



COMPANIES HOUSE

HC026B

*205/1  
2017*