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in black type, or
bold block lettering

*insert full name
of Company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

A fee of £10 is payable to Companies House in respect
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

311111

FEE

£10

Company number

3199030

Name of company

* CARDIFF RUGBY FOOTBALL CLUB LIMITED

Date of creation of the charge

16 JANUARY 2002

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

LEGAL CHARGE

Amount secured by the mortgage or charge

All monies obligations and liabilities whatsoever whether for principal
interest or otherwise in whatever currency which may now or at any time
in the future be due owing or incurred by the company to the mortgagee
whether present or future actual or contingent and whether alone
severally or jointly as principal guarantor surety or otherwise and in
whatever name or style and whether on any current or other account or in
any other manner whatsoever.

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

Barclays Bank PLC of 3rd Floor, 3 Windsor Court, Cardiff

Postcode CF10 3ZL

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

Edwards Geldard
Dumfries House, Dumfries Place,
Cardiff, , CF10 3ZF

Ref: KB/401258-48

Time critical reference

For official Use
Mortgage Section

Post room



A19
COMPANIES HOUSE

A28Y07P2

0856
23/01/02

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lettering

The licence agreement dated 26 August 1999 in respect of the Hospitality and Business Suite No. A12 at the Millenium Stadium/made between Millennium Stadium PLC and The Welsh Rugby Union Limited (1) and the Company (2) as amended (the "Licence Agreement") and varied by a deed dated 16 January 2002 and made between Millennium Stadium PLC and The Welsh Rugby Union Limited (1) the Company (2) and the Mortgagee (3)/and other rights charged to the Mortgagee and includes any part of or interest therein./

The Legal Charge contains a prohibition against the creation or permitting to subsist or arise any mortgage charge pledge lien assignment hypothecation security, interest preferential right or trust arrangement or other encumbrance security agreement or arrangement of any kind or any right conferring a priority of payment or any right or option on the Licence Agreement without the mortgagee's prior written consent.

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Edwardo Gildard

Date

22 January 2002

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

A fee of £10 is
payable to
Companies House
in respect of each
register entry for a
mortgage or
charge.
(See Note 5)

† 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03199030

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 16th JANUARY 2002 AND CREATED BY CARDIFF RUGBY FOOTBALL CLUB LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd JANUARY 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th JANUARY 2002.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

R. P. P. P.