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COMPANIES FORM No. 395

Particulars of a mortgage or charge

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395

Pursuant to section 395 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

[] [] [] [] [] []

3522941

Name of company

* DALGETY GROUP LIMITED

* insert full name
of company

Date of creation of the charge

30.3.99

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

CHARGE ON CASH

Amount secured by the mortgage or charge

ALL PRESENT AND FUTURE OBLIGATIONS AND LIABILITIES OF THE DEPOSITOR TO THE BANK AT ANY OF ITS OFFICES WHETHER ACTUAL OR CONTINGENT, SOLE, JOINT AND/OR SEVERAL OR OTHERWISE AND SHALL INCLUDE WITHOUT LIMITATION LIABILITIES NOW DUE, LIABILITIES IN RESPECT OF ADVANCES, NEGOTIABLE INSTRUMENTS, DEBENTURES, INDEMNITIES, LETTERS OF CREDIT, GUARANTEES, DAMAGES, ANY INTEREST, COMMISSION, OR EXPENSES CHARGED BY THE BANK, INDEBTEDNESS ACQUIRED BY THE BANK BY PURCHASE OR OTHERWISE, ALL MONEYS WHICH THE BANK MAY PAY TO OR FOR THE ACCOUNT OF THE DEPOSITOR AND ALL EXPENSES INCURRED BY THE BANK IN CONNECTION WITH SEEKING TO RECOVER ON A FULL INDEMNITY BASIS (THE "SECURED LIABILITIES").

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

ING BANK N.V. LONDON BRANCH

60 LONDON WALL

LONDON

Postcode

EC2M 5TQ

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

MRS J. JONES
ING BARINGS
60 LONDON WALL
LONDON
EC2M 5TQ

For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

THE DEPOSIT AND THE DEBT REPRESENTED THEREBY TO THE BANK BY WAY OF FIRST FIXED CHARGE.

Please do not write in this margin

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

(SEE CONTINUATION SHEET)

(SEE DEFINITIONS)

Particulars as to commission allowance or discount (note 3)

Signed

Jane Jones

Date

8.4.99

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

CONTINUATION SHEET

The Depositor shall not, without the prior written consent of the Bank be entitled to:

- (i) assign, transfer or otherwise dispose of all or any part of its rights, title or interest in or to the Deposit; or
- (ii) withdraw the whole or any part of the Deposit until irrecoverable payment and discharge in full of the Secured Liabilities and until such payment and discharge no amount of the Deposit will fall due for payment without the agreement of the Bank which agreement shall be deemed to have been given in relation to any amount which the Bank applies in or towards satisfaction of the Secured Liabilities pursuant to its rights hereunder or against which the Bank sets off the Secured Liabilities.

DEFINITIONS

“Bank” means ING Bank N.V. London Branch.

“Deposit” means US\$850,000 (United States Dollars eight hundred and fifty thousand) and includes any other sum or sums which are from time to time deposited in an account with the Bank (whether in the same or any other currency) in addition to or by way of renewal of a replacement for the US\$850,000, together with all interest accruing from time to time in respect of it or them.

“Depositor” means Dalgety Group Limited.

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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. 03522941

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE ON CASH DATED THE 30th MARCH 1999 AND CREATED BY DALGETY GROUP LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ING BANK N.V. LONDON BRANCH ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th APRIL 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th APRIL 1999.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

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