

# M

COMPANIES FORM No. 395

00400054

# 395

CHWP000

## 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.

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 6)

For official use

Company number

7

3699814

Name of company

\* insert full name  
of Company

\* **HALEWOOD INTERNATIONAL HOLDINGS PLC**

Date of creation of the charge

22 MARCH 2005

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

A Deed of Admission to an Omnibus Guarantee and Set-Off Agreement (OGSA) dated 26 MAY 2000 (the "Agreement")

Amount secured by the mortgage or charge

All moneys and liabilities then due or which might thereafter become due to Lloyds TSB Bank plc (the "Bank") from either the Company or any one or more of the other parties to the Agreement (other than the Bank) being at the date hereof the following companies:

HALEWOOD INTERNATIONAL HOLDINGS PLC 3699814

CHAVE, RICHARDS & COMPANY LIMITED 1323561

HALEWOOD INTERNATIONAL TRADEMARKS LIMITED 1360434

LAMBRINI LIMITED 3920385

HALEWOOD INTERNATIONAL MARKETING LIMITED 3861237

RED SQUARE BEVERAGES LIMITED 3920408

CARIBBEAN TWIST LIMITED 3920388

HALEWOOD INTERNATIONAL BRANDS LIMITED 3896214

HALEWOOD INTERNATIONAL LIMITED 3920410

CLASSIC WINGS & SPIRITS LIMITED 1826193

CLASSIC DRINKS LIMITED 4141132

HALEWOOD INTERNATIONAL HOLDINGS (OVERSEAS) LIMITED 3731605

HALEWOOD INTERNATIONAL HOLDINGS (UK) LIMITED 3374741

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

LLOYDS TSB BANK PLC

25 GRESHAM STREET, LONDON

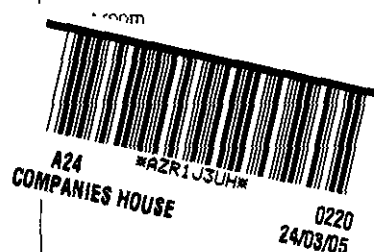
Postcode EC2V 7HN

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

**LLOYDS TSB BANK PLC  
LEEDS SECURITIES CENTRE  
DX 709080  
LEEDS 7**

Time critical reference

For official Use  
Mortgage Section



Short particulars of all the property mortgaged or charged

Any sum or sums for the time being standing to the credit of any one or more of any present or future accounts of the Companies or any of them with the Bank

Please do not write in this margin

NOTE: By Clause 13(e) of the Agreement, the Company agreed that it would not (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Company with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to susist (except in each case in favour of, or upon, the Bank).

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

Particulars as to commission allowance or discount (note 3)

Nil

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

Signed

*M. Charnock*

Date 23 MAR 2005

On behalf of [company] mortgagor/chargee

SENIOR SECURITIES OFFICER

Notes

SENIOR SECURITIES CENTRE

† delete as appropriate

- 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. 03699814

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS GUARANTEE AND SET-OFF AGREEMENT (OGSA) DATED 26 MAY 2000 AND DATED THE 22nd MARCH 2005 AND CREATED BY HALEWOOD INTERNATIONAL HOLDINGS PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 24th MARCH 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31st MARCH 2005.

GRH  
DX



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —