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Please do not  
write in this  
binding margin

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

\* insert full name  
of company

COMPANIES FORM No. 395

## Particulars of a mortgage or charge

# 395

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 5)

For official use

Company number

1		
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✓ 4689338
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Name of company

\* **YORK CITY FOOTBALL CLUB LIMITED ("THE COMPANY")**

Date of creation of the charge

✓ **1 AUGUST 2003**

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

**DEED OF ASSIGNMENT ("THE DEED") EXECUTED BY THE COMPANY IN  
FAVOUR OF THE PROFESSIONAL FOOTBALLERS' ASSOCIATION ("THE  
PFA")**

Amount secured by the mortgage or charge

07 **ALL MONIES, OBLIGATIONS AND LIABILITIES (WHETHER PRESENT OR  
FUTURE, ACTUAL OR CONTINGENT) ON THE PART OF THE COMPANY TO  
THE PFA TO BE PAID, PERFORMED OR DISCHARGED, WHETHER  
DIRECTLY OR INDIRECTLY, UNDER OR PURSUANT TO THE TERMS OF  
ANY OF THE FINANCE DOCUMENTS AND/OR IN CONNECTION WITH THE  
FACILITY LETTER OR OTHER FINANCIAL ACCOMMODATION FROM  
TIME TO TIME GRANTED OR OTHERWISE MADE AVAILABLE PURSUANT  
THERETO, TOGETHER WITH ALL EXPENSES AND ANY INTEREST  
CHARGED UNDER THE TERMS OF THE DEED**

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

**THE PROFESSIONAL FOOTBALLERS' ASSOCIATION**

**20 OXFORD COURT, BISHOPSGATE**

**MANCHESTER**

Postcode **M2 3WQ**

Presentor's name address and  
reference (if any) :  
**GEORGE DAVIES, SOLICITORS  
68 FOUNTAIN STREET,  
MANCHESTER, M2 2FB  
Ref: MAH/2142/330**

Time critical reference

For official Use  
Mortgage Section



**ALL DEBTS, BOTH PRESENT AND FUTURE, DUE OR OWING TO OR PURCHASED OR OTHERWISE ACQUIRED BY, THE COMPANY FROM THE FOOTBALL LEAGUE (AND THE BENEFIT OF ALL CLAIMS AND/OR OTHER RIGHTS OR BENEFITS IN CONNECTION THEREWITH) FOR THE REMAINDER OF THE 2002/2003 AND 2003/2004 SEASONS AS THE COMPANY'S FULL ENTITLEMENT TO DISTRIBUTION OF ITS SHARE OF THE POOL ACCOUNT AND ANY OTHER SUMS RELATING THERETO, PURSUANT TO ARTICLES 59 TO 69 INCLUSIVE OF THE ARTICLES OF ASSOCIATION ARISING FROM OR RELATING TO THE PROVISION BY THE FOOTBALL LEAGUE CLUBS AND FORMER FOOTBALL LEAGUE CLUBS OF RIGHTS AND/OR SERVICES TO THE FOOTBALL LEAGUE**

**PLEASE SEE SCHEDULE 1 FOR DEFINITIONS USED IN THIS FORM**

Please do not write in this binding margin

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

Particulars as to commission allowance or discount (Note 3)

NONE

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

Signed



Date 01/08/2003

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

## Notes

† 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", "Debentures", "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:-

## **Schedule 1**

### **Definitions**

**Articles of Association:** the articles of association of the Football League Limited contained in the Football League Handbook (as from time to time in force) and "Article" shall be construed accordingly;

**Expenses:** all legal and other costs, charges, expenses and/or liabilities (including any VAT thereon) paid or, if earlier, incurred by or on behalf of the PFA or any Receiver in each case on a full indemnity basis in relation to any of the Receivables or in protecting, preserving, improving, considering the enforcement or exercise of or enforcing or exercising or attempting to enforce or exercise, any rights under or pursuant to any of the Finance Documents and/or in procuring the payment, performance or discharge of any of the Secured Obligations and including, without limitation, the principal amount due under the Facility Letter together with any facility fee and interest thereon and all other expenses and/or liabilities of the PFA or any Receiver paid or incurred from time to time in relation to the exercise of any right or power on the part of the PFA or any Receiver referred to in the Finance Documents;

**Facility Letter:** the facility letter dated the same date as this Deed whereby the PFA agreed to make a loan of up to £95,283.52 available to the Company exclusive of the 10% facility fee;

**Finance Documents:** this Deed, the Facility Letter and any other agreement, deed, notice, document or certificate entered into by the Company, the Guarantors or any other person pursuant thereto or otherwise in connection therewith;

**Football League:** The Football League Limited or a combination of association football clubs comprising the clubs known as "**The Football League**";

**Receivables:** all debts, both present and future, due or owing to, or purchased or otherwise acquired by, the Company from the Football League (and the benefit of all claims and/or other rights or benefits in connection therewith) for the remainder of the 2002/2003 and 2003/2004 Seasons as the Company's full entitlement to distribution of its share of the Pool Account and any other sums relating thereto, pursuant to Articles 59 to 69 inclusive of the Articles of Association arising from or relating to the provision by the Football League Clubs and former Football League Clubs of rights and/or services to the Football League;

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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. 04689338

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT DATED THE 1st AUGUST 2003 AND CREATED BY YORK CITY FOOTBALL CLUB LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE PROFESSIONAL FOOTBALLERS' ASSOCIATION UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th AUGUST 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th AUGUST 2003.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —