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write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* Insert full name
of Company

COMPANIES FORM No. 395

AC No/00400040 ✓

395

Particulars of a mortgage or charge

A fee of £13 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

Company number

8

470072

Name of company

* FAIRWAY MEADOWS EUROPE LIMITED

Date of creation of the charge

20 FEBRUARY 2008

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 dated 28 MAR 2007
(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.

(List of companies party to the Agreement)

See Attached

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

Lloyds TSB Bank plc

25 Gresham Street

(30-00-02)

London

Postcode

EC2V 7HN

DTT SEC/21653

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

Lloyds TSB Bank plc
Gillingham CCSC
PO BOX 72, Bailey Drive
Gillingham Business Park Kent
ME8 0LS

Time critical reference

For official Use (02/08)
Mortgage Section

WEDNESDAY



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12/03/2008

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COMPANIES HOUSE

particulars of all the property mortgaged or charged

any sum or sums for the time being standing to the credit of any present or future account of the company with the Bank

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 subsist (except in each case in favour of, or upon, the Bank)

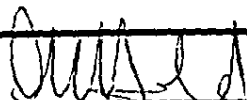
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Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 11 3 08

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

A fee 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. 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

The Schedule

Part I - The Existing Companies

<u>Name</u>	<u>Company Number</u>	<u>Registered Office</u>
Argyll Group Europe Limited	5823362	Level 5, 9 Hatton Street, London NW8 8PL
Argent Group Europe Limited	3407554	Level 5, 9 Hatton Street, London NW8 8PL
Argent By-Products Group Limited	266901	Level 5, 9 Hatton Street, London NW8 8PL
Argent By-Products Limited	694011	Level 5, 9 Hatton Street, London NW8 8PL
Argent Europe Limited	3270572	Level 5, 9 Hatton Street, London NW8 8PL
Argent Holdings Limited	3407545	Level 5, 9 Hatton Street, London NW8 8PL
- Argent Rendering Limited	SC035022	The Rural Centre West Mains, Inghlston, Midlothian, Scotland EH28 8LT
Barker & Hird Limited	2362609	Level 5, 9 Hatton Street, London NW8 8PL
Broad Stripe Butchers Limited	4074358	Level 5, 9 Hatton Street, London NW8 8PL
Chetwynd Animal By-Products (1995) Limited	3015988	Level 5, 9 Hatton Street, London NW8 8PL
David A Holding (Catering Butchers) LTD	1519742	Level 5, 9 Hatton Street, London NW8 8PL
Fairfax Meadow Europe Limited	4770072	Level 5, 9 Hatton Street, London NW8 8PL
Fairfax Meadow Limited	368420	Level 5, 9 Hatton Street, London NW8 8PL
Traiteur Properties (Derby) Limited (formerly known as Fairfax Meadow Properties (Derby) Limited)	4956189	Level 5, 9 Hatton Street, London NW8 8PL

Trutec Properties (K1) Limited (formerly known as Fairfax Meadow Properties (K1) Limited)	4969369	Level 5, 9 Hatton Street, London NW8 8PL
Globetorch Limited	5195439	Level 5, 9 Hatton Street, London NW8 8PL
The London Commissary Limited	4074142	Level 5, 9 Hatton Street, London NW8 8PL
Orchardworld Holdings Limited	5652227	Level 5, 9 Hatton Street, London NW8 8PL
Orchardworld Limited	2382285	Level 5, 9 Hatton Street, London NW8 8PL
Peter Fairfax Limited	587405	Level 5, 9 Hatton Street, London NW8 8PL
Peninsular Proteins Limited	2362856	Level 5, 9 Hatton Street, London NW8 8PL
Poupart Limited	310358	Level 5, 9 Hatton Street, London NW8 8PL
S Hatton LTD	266695	Level 5, 9 Hatton Street, London NW8 8PL
SML Hunter Limited	944508	Level 5, 9 Hatton Street, London NW8 8PL
Tendercut Meats Limited	2926627	Level 5, 9 Hatton Street, London NW8 8PL
 Snackberries (formerly known as Westmoon Limited)	5222840	Level 5, 9 Hatton Street, London NW8 8PL
-Berryworld Limited	02864233	Level 5, 9 Hatton Street, London NW8 8PL
Berryworld Holdings Limited	04378088	Level 5, 9 Hatton Street, London NW8 8PL
-Poupart Holdings Limited	06296944	Level 5, 9 Hatton Street, London NW8 8PL
-Norton Folgate Marketing Limited	03303244	137-143 High Street, Sutton, Surrey SM1 1JH

Part D - The Further Companies

<u>Name</u>	<u>Company Number</u>	<u>Registered Office</u>
Norton Folgate Holdings Limited	06414731	Level 5, 9 Hatton Street, London NW 8 8PJ
Louis Reece Holding Limited	06451267	Level 5, 9 Hatton Street, London NW 8 8PJ
Louis Reece Limited	06451660	Level 5, 9 Hatton Street, London NW 8 8PJ
Cherryworld Limited	06449636	Level 5, 9 Hatton Street, London NW 8 8PJ



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4770072
CHARGE NO. 8**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN
OMNIBUS GUARANTEE AND SET-OFF AGREEMENT DATED 28
MARCH 2007 AND DATED 20 FEBRUARY 2008 AND CREATED
BY FAIRFAX MEADOW EUROPE LIMITED FOR SECURING ALL
MONIES DUE OR TO BECOME DUE FROM THE COMPANY
AND/OR ALL OR ANY OF THE 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 12 MARCH 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18 MARCH 2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES