

# M

COMPANIES FORM No. 395

003313-26

## Particulars of a mortgage or charge

# 395

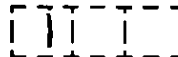
A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



06263236

Name of company

\* Kenmore Doncaster Limited (the "Borrower")

Date of creation of the charge

9 August 2007

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

Debenture creating fixed and floating charges (the "Debenture")

Amount secured by the mortgage or charge

All moneys and liabilities (whether actual or contingent) which are now or may at any time hereafter be due, owing or payable, or expressed to be due, owing or payable, to the Lender or any Associated Company from or by the Borrower (whether alone or with any other person, whether as principal or surety, whether upon any banking account or otherwise, and whether or not the Lender or the Associated Company shall have been an original party to the relevant transaction) including, but without limitation, moneys and liabilities due or becoming due under the Loan Facility Letter or the Debenture or any other loan facility letters entered into between the Borrower and the Lender or any Associated Company, together with all interest, costs, commissions, fees and other charges and expenses which the Lender and/or any Associated Company may charge against the Borrower and all legal and other costs, charges and expenses which the Lender and/or any Associated Company may incur in enforcing or obtaining, or attempting to enforce or obtain, payment of any such moneys, liabilities, charges and expenses as are referred to herein

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

Anglo Irish Bank Corporation Plc (the "Lender")  
10 Old Jewry  
London

Postcode EC2R 8DN

Presentor's name address and  
reference (if any)

ROSLING KING  
2/3 Hind Court  
Fleet Street  
London  
EC4A 3DL

CJB/3447-85-4

Time critical reference

For official Use (06/2005)  
Mortgage Section

Post room

WEDNESDAY



\*A7PQ2S4U\*

A36

15/08/2007

519

COMPANIES HOUSE

By way of first legal mortgage, the Legally Mortgaged Property

By way of first fixed charge all Real Property belonging to the Borrower at the date of the Debenture or at any time during the continuance of the security conferred by the Debenture (other than the Legally Mortgaged Property)

By way of first fixed charge all plant, machinery and equipment at the date of the Debenture or thereafter beneficially owned by the Borrower (and not effectively charged by the above provision) and its interest in any plant, machinery or equipment at the date of the Debenture or thereafter in its possession

By way of first fixed charge all Investments at the date of the Debenture or thereafter beneficially owned by the Borrower and all dividends, interest and other distributions paid or payable in respect thereof

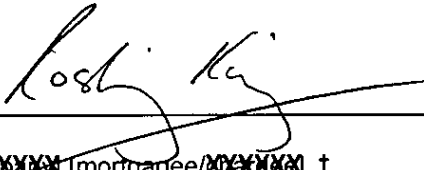
(see continuation sheet)

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

Signed



Date

14.08.07

On behalf of ~~XXXXXX~~ (mortgagee/~~XXXXXX~~) †

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 must be made payable to **Companies House**
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ

Addendum 1/4

1 Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Addendum 2/4

2 Amount due or owing on the mortgage or charge (continued)

Addendum 3/4

3 Names, addresses and description of the mortgages or persons entitled to the charge (continued)

Addendum 4/4

4 Short particulars of all the property mortgaged or charged (continued)

By way of first fixed charge all the Borrower's Rights (to the extent that they have not been assigned by way of security under the Debenture) under or in connection with any contracts or policies of insurance, warranties or indemnities taken out at the date of the Debenture or thereafter by or on behalf of the Borrower or (to the extent of its interest) in which the Borrower has an interest and all claims of whatever nature relating thereto, together with all monies payable to the Borrower thereunder and returns of premium in respect thereof

By way of first fixed charge all the present and future goodwill of the Borrower and its uncalled capital now or at any time hereafter in existence

By way of first fixed charge all the present and future Intellectual Property Rights of the Borrower

By way of first fixed charge all Book Debts and Bank Balances and all Negotiable Instruments of the Borrower

By way of first fixed charge all the Borrower's Rights under or in connection with all present and future licences held in connection with the business of the Borrower or the use of any Charged Asset (but excluding any such licence which requires the consent of the licensor for the creation of the Debenture and in respect of which such consent has not been obtained) and the right to recover and receive all compensation which might be payable to it in respect of such licences

By way of first floating charge all the Borrower's Assets, including Assets expressed to be charged above Paragraph 14 of Schedule B1 to the Insolvency Act (incorporated by Schedule 16 of the Enterprise Act 2002) shall apply to any floating charge created pursuant to the Debenture

The Borrower shall not, without the prior written consent of the Lender, create or permit to subsist any Security on, over or with respect to any of its Assets except for

(a) the Charges, or

(b) liens arising solely by operation of law in the ordinary course of the Borrower's

business

**Definitions:**

In this Form 395, the following words and phrases shall have the following meanings

**"Assets"** means business, undertaking, property, rents, assets, revenues, Rights and uncalled capital, present and future, and any interest therein,

**"Associated Company"** means any company which is from time to time a member of the same group of companies as the Lender,

**"Bank Balances"** means all moneys (including interest) now or hereafter standing to the credit of any account at the date of the Debenture or thereafter held by the Borrower with any bank, including the Lender, and the debts represented by such moneys,

**"Book Debts"** means all book and other debts of any nature whatsoever at the date of the Debenture or thereafter due or owing to the Borrower (including, but without limitation, the benefit of all amounts due or owing from any government or governmental agency, whether by way of repayment or refund in respect of any Tax or otherwise, but excluding all moneys now or hereafter standing to the credit of any account now or hereafter held by the Borrower with any bank), and the benefit of (including the proceeds of all claims under) all Rights, Securities, guarantees, indemnities, letters of credit and insurances of any nature whatsoever at the date of the Debenture or thereafter enjoyed or held by the Borrower in relation thereto,

**"Charged Assets"** means Assets from time to time subject, or expressed to be subject, to the Charges, and, where the context so admits, each of them and any part thereof and the proceeds of the disposal of the same and all rights, title and interests to the same,

**"Charges"** means all or any of the Security created, or which may at any time be created, by or pursuant to the Debenture,

**"Fixtures"** means fixtures, fittings (including trade fixtures and fittings) and fixed plant, machinery and equipment,

**"Insolvency Act"** means the Insolvency Act 1986,

**"Intellectual Property Rights"** means patents, designs, copyrights, rights in trade marks and service marks, rights in confidential information, rights in know-how, and any interests (including by way of licence) in any of the foregoing, and any other associated or similar rights (in each case whether registered or not, and including all applications for the same),

**"Investments"** means

- (i) shares, stock and debenture stock, loan stock, bonds, notes and certificates of deposit, and
- (ii) warrants, options or other Rights to subscribe, purchase, call for delivery of or otherwise acquire shares, stock or debenture stock, loan stock, bonds, notes and certificates of deposit, and
- (iii) units in a Unit Trust Scheme,

**"Legally Mortgaged Property"** means the freehold property known as Briars Lane and Fleet Lane, Stainforth, Doncaster, South Yorkshire registered at the Land Registry with title numbers SYK515511 and SYK316974 and any reference to "Legally Mortgaged Property" includes a reference to the whole or any part or parts of the same and includes a reference to all Rights from time to time attached or appurtenant thereto and all buildings and Fixtures from time to time therein or thereon,

**"Loan Facility Letter"** means the facility letter dated on or about the date of the Debenture from the Lender and addressed to the Borrower (including subsequent variations thereof) provided always that any variations dated subsequently to the date of the Debenture shall be deemed to be included in the expression the "Loan Facility Letter",

**"Negotiable Instruments"** means all bills of exchange, promissory notes and other negotiable instruments of any description beneficially owned at the date of the Debenture or thereafter by the Borrower (but excluding any debenture stock, loan stock, bonds, notes and

Name of company

\*insert full name  
of Company

\* Kenmore Doncaster Limited (the "Borrower")

certificates of deposit),

**"Real Property"** means freehold or leasehold property in England and Wales and any other land or buildings anywhere in the world, and any estate or interest therein, and any reference to "Real Property" includes a reference to all Rights from time to time attached or appurtenant thereto and all buildings and Fixtures from time to time therein or thereon,

**"Rights"** means rights, benefits, liens, powers, privileges, authorities, discretions, remedies, liberties, easements, quasi-easements and appurtenances (in each case, of any nature whatsoever),

**"Security"** includes any mortgage, fixed or floating charge, encumbrance, lien, pledge, hypothecation, assignment by way of security, or title retention arrangement (other than in respect of goods purchased in the ordinary course of trading), and any agreement or arrangement having substantially the same economic or financial effect as any of the foregoing (including any "hold back" or "flawed asset" arrangement),

**"Tax"** includes any present or future tax (including Value Added Tax), levy, impost, duty, charge, fee, deduction or withholding of any nature and any interest or penalties in respect thereof,

**"Unit Trust Scheme"** has the meaning given to that expression by section 75(8) of the Financial Services Act 1986,

**"Value Added Tax"** means value added tax charged in accordance with the provisions of the Value Added Tax Act 1983 and any other similar tax on value or turnover which is enacted in addition to or in substitution for it

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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 06263236

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 9th AUGUST 2007 AND CREATED BY KENMORE DONCASTER LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ANGLO IRISH BANK CORPORATION PLC OR ANY ASSOCIATED COMPANY ON ANY ACCOUNT WHATSOEVER 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 15th AUGUST 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st AUGUST 2007

P. M. C.



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES