

M

CHFP025

Please do not
write in
this 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 £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

2

06541251

Name of company

* DAVID WOOD BAKING LIMITED (Company)

Date of creation of the charge

18 July 2008

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

A chattel mortgage (**Chattel Mortgage**) made between the Company and Clydesdale Bank PLC
(trading as Yorkshire Bank) (**Lender**)

Amount secured by the mortgage or charge

4
All moneys and liabilities due at the date of the Chattel Mortgage or thereafter due owing or incurred
by the Company to the Lender whatsoever, in any manner and in any currency or currencies and
whether present or future, actual or contingent, whether incurred solely or jointly with any other person
and whether as principal or surety, together with all interest accruing on such moneys and liabilities
and all costs, charges and expenses incurred by the Lender (**Secured Obligations**)

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

Clydesdale Bank PLC (trading as Yorkshire Bank), 30 St Vincent Place, Glasgow

Postcode G1 2HL

Presenter's name address and
reference (if any)

Addleshaw Goddard LLP
100 Barbirolli Square
Manchester
M2 3AB

ABRAB 26074 (2-2158420-1)

Time critical reference

For official Use (02/06)
Mortgage Section

Post room

SATURDAY



A62X81J9

A04

19/07/2008

90

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

By way of first charge, all of the Company's right, title and interest in and to the Assets, together with the benefit of _____

- (a) all agreements, instruments and rights relating to the Assets,
- (b) the benefit of all maintenance agreements and all Intellectual Property relating to the Assets

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)

NIL

Signed

Date 18 07 08

On behalf of ~~XX~~ t

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

Name of company

*insert full name
of Company

* DAVID WOOD BAKING LIMITED (Company)

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 descriptions of the mortgages or persons entitled to the charge (continued)

Addendum 4/4

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

N B

1 Negative Pledge

1 1 The Company shall not create or permit to subsist any Security over any of the Assets

1 2 The Company shall not sell, transfer or otherwise dispose of any of the Assets on terms whereby they are or may be leased to or re-acquired by the Company in circumstances where the arrangement or transaction is entered into primarily as a method of raising Financial Indebtedness or of financing the acquisition of an asset

1 3 Paragraphs 1 1 and 1 2 do not apply to any Security or arrangement which is permitted by the Lender in writing

in this form the following terms shall have the following meanings

Assets means the plant, machinery, goods, chattels or other equipment (whether already acquired or to be acquired) specified in the schedule to this form (including all engines, appliances, parts, spare parts, instruments, appurtenances, accessories and other equipment of any kind installed on, or in, such goods or chattels) and any and all substitutions, alterations, replacements, renewals and additions made for or, in or to the same or any part of the same after the date of the Chattel Mortgage and, where the context so permits, any part or parts of them

Business Day means a day (other than a Saturday or Sunday) on which banks are open for general business in London

Finance Document means each document governing or evidencing the terms of the Secured Obligations, or any of them

Financial Indebtedness means any indebtedness for or in respect of

(a) monies borrowed

Name of company

*insert full name
of Company

* DAVID WOOD BAKING LIMITED (Company)

- (b) any amount raised pursuant to any note purchase facility or the issue of bonds, notes, debentures, loan stock or any similar instrument
 - (c) the amount of any liability in respect of any lease or hire purchase contract which would, in accordance with the generally accepted accounting principles in the United Kingdom, be treated as a finance or capital lease
 - (d) receivables sold or discounted (other than any receivables to the extent they are sold on a non-recourse basis)
 - (e) any Treasury Transaction (and, when calculating the value of that Treasury Transaction, only the marked to market value as at the relevant date on which Financial Indebtedness is calculated (or, if any actual amount is due as a result of the termination or close-out of that Treasury Transaction, that amount) shall be taken into account)
 - (f) any counter-indemnity obligation in respect of a guarantee, bond, standby or documentary letter of credit or any other instrument issued by a bank or financial institution
 - (g) any amount of any liability under an advance or deferred purchase agreement if (a) one of the primary reasons behind entering into the agreement is to raise finance or (b) the agreement is in respect of the supply of assets or services and payment is due more than 60 Business Days after the date of supply
 - (h) any amount raised under any other transaction (including any forward sale or purchase agreement and any sale and leaseback arrangement) having the commercial or economic effect of a borrowing and
- the amount of any liability in respect of any guarantee for any of the items referred to in paragraphs (a) to (i)

Intellectual Property means

- (a) any patents, trade marks, service marks, designs, business names, copyrights, design rights, moral rights, inventions, confidential information, know-how and other intellectual property rights and interests, whether registered or unregistered and
- (b) the benefit of all applications and rights to use such assets of the Company

Security means any mortgage, charge, pledge, lien, assignment or other security interest securing any obligation of any person or any other agreement or arrangement having similar effect

Treasury Transactions means any derivative transaction entered into in connection with protection against or benefit from fluctuation in any rate or price

David Wood Baking Limited (Company number 06541251)

Schedule to Form 395

The Assets

PLANT AND MACHINERY

Pastry Mixing and Laminating Area

Collette 100 litre flour mounted pastry paddle mixing machine

Overhead flour discharge hopper with Applied Weighing 2 x touch pad scale and feed lines etc

VMI-444CMAEH 350 litre fat and flour blade mixer
Serial No 124940 with gear driven bowl rotator,
Dosamat dossing unit, etc (2001)

Rondo Doge three leg pastry laminating line consisting of

VMI bowl elevator tipper, feeding

Rondo Doge hopper and pastry extruder roller to 4m continuous belt conveyor with Rondo extrusion line
Serial No 5005001401021 (2004) with pastry folding blades, Rondo flour dosser, Rondo multi roll press, continuous belt conveyor to

Pastry folder and two Rondo flour dossers, second pasty folder and third Rondo pastry guillotine, all with controls and gantry, etc

Production Lines

Rondo Doge Orbital block press sausage roll production line consisting of

Two Rondo Doge flour dossing units, 3m continuous belt conveyor, Rondo Doge multi head roll press, Rondo flour dosser, Rondo cross pinner feeding two Rondo roller presses with flour trays, continuous belt conveyor and tensioner unit to pastry spiker and Northwood Food Machinery pastry pattern former, five blade trimmer and twin rotary brushes feeding eight nozzle dossing unit and eight nozzle Handtmann sausage meat depositors to three sets of pastry folding blades, sealing rollers and knives to overhead pastry brush roller feeding to single blade guillotine and 4m continuous conveyor to spiral freezer, all with controls and pipe work, etc (2000)

Two Rondo Doge pastry rolling lines, continuous conveyor belt, knife slitters and Loma metal detector

Steck four nozzle filling machine (2005)

Dexmore pie filling line, consisting of pastry hopper and extruder, twin lane pie tray conveyor, Handtmann VF200 pie filling hopper with pipe work and twin head filler, pastry pie topper and sealer, Dexmore twin head guillotine, waste pastry off loading conveyor and finished pie conveyor to spiral freezer (1985)

8m continuous stainless steel frame conveyor with pastry cutter and twin head pie moulder

Rondo Doge pastry and slice production line consisting of

3m continuous belt conveyor with two Rondo flour dossers, Rondo multi roll press, Rondo flour dosser and Rondo cross pinner feeding two Rondo roller presses with flour trays, continuous belt conveyor and tensioner unit to pastry spiker and Northwood Food Machinery pastry pattern former to five blade trimmers with overhead dossing unit to four nozzle extruders, meat hopper and depositor with Carnitech bin elevator and pastry folding arms, three pastry trimming presses, surplus pastry conveyor and continuous conveyor to spiral freezer

Vegetable Mixing

Risco stainless steel food paddle mixer with two rotary paddle knives (1985)

Raw Meat Mixing

Ziegra Eis Maschinen UBE 3500-2 ice making machine
Serial No 04941528 with two tube dispensers

Seydelmann stainless steel industrial 200 litre cyclic meat mixing and blending bowl/chopping machine
Serial No K206 DC6 85091 (1995)

Risco model RS 450 stainless steel food paddle mixer with two rotary paddle knives
Serial No 1195017 (1995)

Two Ohaus CKW digital display platform scales

Frigoscondia Gyrocompact spiral freezer,
-34°C, 31 minute process time with controls, staging
and Frigopak FP180ALSI ammonia refrigeration plant
Serial No 0116163 (2000)

✓
Frigoscondia Gyrocompact spiral freezer,
-34°C, 31 minute process time with controls, staging
and Frigopak FP180ALSI ammonia refrigeration plant
Serial No 01160127 (2000)

Twin conveyor system from spiral freezers to packing
line consisting of
Two Arcall 700G coating units with re-circulation unit
etc
Two suspended plastic link continuous conveyors,
extensive staging access steps, controls and conveyor,
to packing lines

Packing Area

GIC VFB 4000 bag filling machine with Marto 14 head
check weigher fed by Wright vibrating conveyor with
staging controls, etc (2001)

Sausage roll packing line consisting of
Plastic link conveyor to manual packing line with over
and under roller conveyor to Siat SM11 PC boxing
machine Serial No 35291 (1999) to
Alpha Dot Midjet ink jet printer to Goring Kerr through
flow metal detector and conveyor to off loading roller
conveyor

The pastry packing line consisting of
Plastic link conveyor to manual packing line with over
and under roller conveyor to Siat SM11 PC boxing
machine Serial No 3698 (1999) to
Alpha Dot Midjet ink jet printer to Goring Kerr through
flow metal detector and conveyor to off loading roller
conveyor

Siat SM11 PC boxing machine
Serial No 34498 (1999)

Frozen meat breaking and mincing line comprising
Stainless steel type 315 frozen meat breaking
machine with stainless steel covered conveyor worm
to stainless steel Willier meat mincer (1983)

Meat Cooking

Joni Kettle Multi mix stainless steel jacketed cook pot
(2007)

- Joni stainless steel meat cooking electric hot bowl,
400 litre capacity complete with stainless steel rotary
stirrer

DC Norris and Co (Eng) Ltd model DA400 glycol
pressure food chiller unit with 400 litre capacity main
vessel (2004) Serial number N2020

Tray Washing

Mafo Howden BV230M stainless steel industrial
powered wash through conveyor system
Serial No 18440-786/9

Compressor House

Two Hydrovane 23 PU rotary air compressors with
twin oil traps

Denco SN45 air cooler with pipework, etc

Nalco Envirotreat AQZ 5637 cooling water treatment
plant

Nalco Ståbrex ST30 Biocide treatment plant

Cool Technology Limited EN286-1 vertical air receiver

Old Compressor House

Clarke model SE456250 10 2 300 bar air compressor
Serial No 045608 with 1000mm horizontal welded air
receiver (1998)

Clarke model SE45A250 15 0 300 PSI air compressor
Serial No 052384 with 1000mm horizontal welded air
receiver

Boiler Room

ACV gas fired boiler model HM150 Jumbo with stainless steel chimney and lagged pipework

Ecowater water purifier

ACV 1210 type Jumbo 800 hot water storage tank

ACV 1245 type Jumbo 800 hot water storage tank

Outside

Seven Bitzer Refrigerant twin cylinder compressors

Nilfisk BA150 floor scrubber

Karcher HD5 745 CB steam pressure washer

Matter 180 compressor

Two BAC water cooling towers with evaporators, chilling fans, circulation pumps, lagged pipework and controls, etc , (2000)

MTR SRL model TAE 602 Glycol 68 kw chiller, 18 kg refrigerant Serial No 2200038381 (2004)

ACV model HM gas fired boiler (2005)

Braby 9m high x 3m diameter welded aluminium 32 tonne capacity flour silo with access ladder, pipework, access door, load cell, reverse air filter, rotary seal blower, electric sieving unit and concrete foundations (2000)



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6541251
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A CHATTEL MORTGAGE DATED 18
JULY 2008 AND CREATED BY DAVID WOOD BAKING LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO CLYDESDALE BANK PLC (TRADING AS
YORKSHIRE BANK) ON ANY ACCOUNT WHATSOEVER WAS
REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE
COMPANIES ACT 1985 ON THE 19 JULY 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22 JULY 2008



Companies House
— for the record —

RJ



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES