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in black type, or
bold block lettering

*insert full name
of Company

COMPANIES FORM No. 395

130683/13

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

142

0036624

Name of company

* EVERTON FOOTBALL CLUB COMPANY LIMITED ("the Mortgagor")

Date of creation of the charge

23 June 2008

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

"Mortgage created 23 June 2008 and made between the (1) Mortgagor and (2) Adam & Company plc ("Adam") (the "Mortgage")

Amount secured by the mortgage or charge

All the Mortgagor's liabilities to Adam of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) together with Adam's charges and commission Interest and Expenses.

(the "Secured Liabilities")

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

Adam & Company plc, [Company Number SC83026]
22 Charlotte Square, Edinburgh

Postcode EH2 4DF

Presenter's name address and
reference (if any)

Halliwells LLP
The Plaza
100 Old Hall Street
Liverpool
L3 9TD

RJJ/HVR/EVE14.419

Time critical reference

For official Use (02/06)
Mortgage Section

Post room

SATURDAY



AJ17X0YW

A41

28/06/2008

233

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

1 The Mortgagor with full title guarantee charges to Adam as a continuing security for the discharge on demand of the Secured Liabilities:

(a) By way of legal mortgage all legal interests and otherwise by way of fixed charge the Property (to the full extent of the Mortgagor's interest in the Property or its proceeds of sale)

(b) By way of fixed charge

(i) All the plant machinery and fixtures and fittings of the Mortgagor now and in the future at the Property

(ii) All furniture furnishings equipment tools and other chattels of the Mortgagor now and in the future at the Property and not regularly disposed of in the ordinary course of business

(c) By way of fixed charge the Goodwill and the proceeds of any insurance from time to time affecting the Property or the Charged Assets

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**Please complete
legibly, preferably
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bold block
lettering**

Particulars as to commission allowance or discount (note 3)

Nil

Signed *Mallwell LLP*

Date *27.6 2008*

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 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

* EVERTON FOOTBALL CLUB COMPANY LIMITED ("the Mortgagor")

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)

2 The Mortgage also contains a covenant by which the Mortgagor will not without Adam's prior written consent:-

(a) Create or permit to arise any mortgage charge or lien on the Property the Charged Assets or the Goodwill

(b) Grant or accept a surrender of any lease or licence of the Property the Charged Assets or the Goodwill

(c) Dispose of or part with or share possession or occupation of the Property the Charged Assets or the Goodwill

For the purposes of this form 395, the following terms shall have ascribed to them the following meanings:

"Charged Assets" means the assets charged by paragraph 1 above,

"Expenses" means all expenses (on a full indemnity basis) incurred by Adam or any receiver at any time in connection with the Property the Charged Assets the Goodwill or the Secured Liabilities or in taking or perfecting this deed or in preserving defending or enforcing the security created by this deed or in exercising any power under this deed or otherwise with Interest from the date they are incurred;

"Goodwill" means the present and future goodwill of any business carried on at the Property by or on behalf of the Mortgagor;

"Interest" means interest at the rate(s) charged to the Mortgagor by Adam from time to time,

"Property" means ALL THAT freehold property known as 98 Sandforth Road, West Derby,

Company number

0036624

Name of company

*insert full name
of Company

* EVERTON FOOTBALL CLUB COMPANY LIMITED ("the Mortgagor")

Liverpool, Merseyside, L12 1LW registered at the Land Registry with title number LA306467.



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY NO. 36624
CHARGE NO. 42

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A MORTGAGE CREATED 23/06/2008
DATED 23 JUNE 2008 AND CREATED BY EVERTON FOOTBALL
CLUB COMPANY,LIMITED(THE) FOR SECURING ALL MONIES
DUE OR TO BECOME DUE FROM THE COMPANY TO ADAM &
COMPANY PLC ON ANY ACCOUNT WHATSOEVER WAS
REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE
COMPANIES ACT 1985 ON THE 28 JUNE 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3 JULY 2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES