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Particulars of a mortgage or charge

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this margin

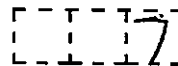
Pursuant to section 395 of the Companies Act 1985

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

*Insert full name
of company

To the Registrar of Companies

For official use Company number



61564

Name of company

* THE SHEFFIELD UNITED FOOTBALL CLUB LIMITED

Date of creation of the charge

28th July 1995

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

LEGAL CHARGE

Amount secured by the mortgage or charge

£250,000.00 (Two hundred and fifty thousand pounds) together with the cost of goods supplied to the Company by the Chargee or its nominated suppliers and all other monies due or to become due from the Company to the Chargee under the terms of the Charge.

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

VAUX GROUP plc

The Brewery Sunderland Tyne and Wear

Postcode

SR1 3AN

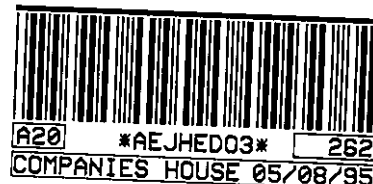
Presentor's name, address and
reference (if any):

Snowball Worthy & Lowe
51 John Street
Sunderland
SR1 1QN
(Ref: JWL)

Time critical reference

For official use
Mortgage section

Post room



Short particulars of all the property mortgaged or charged

Freehold property known as Bramall Lane Football Ground Sheffield
S2 4SU and the Company's fixtures and fittings in or about that property.

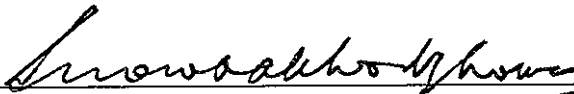
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Particulars as to commission allowance or discount (note 3)

NOT APPLICABLE

Signed



Date 4th August 1995

On behalf of ~~company~~ [mortgagee/chargee]*

*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.

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FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00061564

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 28th JULY 1995 AND CREATED BY SHEFFIELD UNITED FOOTBALL CLUB LIMITED (THE) FOR SECURING £250,000.00 AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO VAUX GROUP PLC UNDER THE TERMS OF THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 5th AUGUST 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th AUGUST 1995.

P. J. Thomas
P. J. THOMAS

for the Registrar of Companies



COMPANIES HOUSE

HC026B

Dx 8/8 PM