

M

COMPANIES FORM No. 395

Particulars of a charge

15/1 *dy*

395

Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

ABJ *M60C* *16*
UH

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

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

IB

1467092

Name of company

* GAMES WORKSHOP LIMITED

* Insert full name of company

Date of creation of the charge

20th December 1991

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

Memorandum of Deposit of Shares dated 20th December 1991 between (1) The Company, (2) The Governor and Company of the Bank of Scotland.

Amount secured by the charge

All moneys and liabilities in whatever currency which may now or hereafter from time to time be due owing or incurred to the Bank by the Games Workshop Group Limited (including without limitation by any Group Company which utilises the Overdraft Facility) under the Facilities Agreement dated 19th December 1991 and made between (1) The Bank and (2) Games Workshop Group Limited in respect of the Facility and under the Overdraft Letter dated 19th December 1991 and made between (1) the Bank and (2) Games Workshop Group Limited in respect of the Overdraft Facility. The Facility granted by the Facilities Agreement is a secured term loan in the aggregate maximum sum of £1,000,000 and the Overdraft Facility is inter alia a working capital overdraft facility in the aggregate maximum amount of £1,500,000

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

The Governor and Company of the Bank of Scotland, The Mound, Edinburgh

Postcode

Presentor's name address and reference (if any): PL/LAW
Bank of Scotland
Legal Services
55 Old Broad Street
LONDON EC2P 2HL

For official Use
Mortgage Section

Post room

REGISTERED

-3 JAN 1992

COMPANIES HOUSE
E3 JAN 1992
M

Page 1

Time critical reference

25x10

Short particulars of all the property charged

2 Ordinary Shares of £1.00 each in the capital of
MARAUDER MINIATURES LIMITED

100 Ordinary Shares of £1.00 each in the capital of
CITADEL MINIATURES LIMITED

5000 Shares of £1.00 each in the capital of
GAMES WORKSHOP INC (Incorporated in the United
States of America)

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 2 January 1992

On behalf of (company) (chargee)† Bank of Scotland

† 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 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

particulars of all the property charges (continued).....

~~Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)~~

in
↓
↓
↓
be complete
ably, preferably
black type, or
bold block lettering

Deposited Securities as defined in the Memorandum of Deposit of Shares and includes all stocks shares bonds debentures certificates of deposit and other securities of any kind which are either listed above and/or at any time in the possession of or deposited with the Bank (or its agents representatives or nominees) for the account of the Depositor and/or represented by certificates or other documents evidencing title which are at any time in the possession of or deposited with the Bank (or its agents representative or nominees) for the account of the Depositor

Derived Assets as defined in the Memorandum of Deposit of Shares and includes all accretions rights benefits property or other advantages (except money or monies) accruing or offered in respect of all or any of the Deposited Securities to the holder thereof or in respect thereof

FILE COPY



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

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

I hereby certify that a mortgage or charge dated the 20th DECEMBER 1991
and created by GAMES WORKSHOP LIMITED

for securing all moneys due or to become due from GAMES WORKSHOP GROUP
LIMITED to THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND UNDER THE
TERMS OF THE FACILITIES AGREEMENT DATED 19 DECEMBER 1991 AND IN RESPECT OF
THE FACILITY AND UNDER THE OVERDRAFT LETTER DATED 19 DECEMBER 1991

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 3rd JANUARY 1992

Given under my hand at the Companies Registration Office,
Cardiff the 21st JANUARY 1992

No. 1467092

R. M. Groves
R. M. GROVES
an authorised officer

C.69

L.C.

22-190

HC021B

25x10