

# G

COMPANIES FORM No. 155(6)a

## Declaration in relation to assistance for the acquisition of shares.

# 155(6)a

Please do not  
write in this  
margin

Pursuant to section 155(6) of the Companies Act 1985

Please complete  
in black type, or  
bold block lettering

To the Registrar of Companies

For official use

Company number

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2656967

Note  
Please read the notes  
on page 3 before  
completing this form

Name of company

\* Viscount Catering Limited

\*Insert full name  
of company

1/We† James Gordon Shepherd of 100 Bawtry Road, Bessacarr, Doncaster,

South Yorkshire, DN4 7BW

†Insert name(s) and  
address(es) of all  
the directorsDelete as  
appropriate{the sole director} [~~all the directors~~] of the above company do solemnly and sincerely declare that:

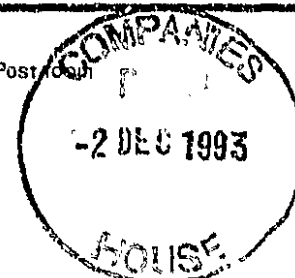
The business of the company is:

Delete whichever  
is inappropriate(a) ~~that of a recognised bank~~ [~~licensed institution~~] within the meaning of the Banking Act 1979†(b) ~~that of a person authorised under section 3 or 4 of the Insurance Companies Act 1982 to carry on insurance business in the United Kingdom†~~

(c) something other than the above†

The company is proposing to give financial assistance in connection with the acquisition of shares in the  
[company] [~~company's holding company~~]The assistance is for the purpose of [that acquisition] [~~reducing or discharging a liability incurred for the purpose of that acquisition~~].The number and class of the shares acquired or to be acquired is: 1,500,000 OrdinaryShares of £1 eachPresenter's name, address and  
reference (if any):IRWIN MITCHELL  
ST PETER'S HOUSE  
HARTSHFAD  
SHEFFIELD S1 2FL  
REF: KGC/RPFor official use  
General Section

Post to



The assistance is to be given to (note 2) IMCO (1693) Limited ("IMCO") whose registered office is at Green Lane, Ecclesfield, Sheffield, S31 3ZY

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

The assistance will take the form of:

- (a) The execution of a Composite Guarantee ("the Guarantee") by the company in favour of National Westminster Bank Plc ("the Bank")
- (b) The execution of a Legal Mortgage ("the Keyman Charge") by the company in favour of the Bank
- (c) The repayment of a loan ("the Loan Repayment") by the company to Hallamshire Investments Plc ("Hallamshire")

The person who ~~has acquired~~ [will acquire]\* the shares is:  
IMCO

\*Delete as appropriate

The principal terms on which the assistance will be given are.

- (a) Under the Guarantee, the company guarantees all present and future liabilities of IMCO and Ecclesfield Properties Limited
- (b) Under the Keyman Charge, the company assigns a Guardian Assurance Life Policy on the life of J G Shepherd by way of mortgage as security for all present and future liabilities of the company to the Bank
- (c) Under the Loan Repayment, the company repays to Hallamshire a loan of £850,000

The amount of cash to be transferred to the person assisted is £ nil

The value of any asset to be transferred to the person assisted is £  
The shares in the company to be transferred by Hallamshire to IMCO are valued at  
£1,350,000

The date on which the assistance is to be given is 22nd November 1988

Please do not  
write in  
this margin

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

Delete either (a) or  
(b) as appropriate

I/~~We~~ have formed the opinion, as regards the company's initial situation immediately following the date on which the assistance is proposed to be given, that there will be no ground on which it could then be found to be unable to pay its debts. (note 3)

(a) [I/~~We~~ have formed the opinion that the company will be able to pay its debts as they fall due during the year immediately following that date]† (note 3)

(b) ~~[It is intended to commence the winding up of the company within 12 months of that date and I/we have formed the opinion that the company will be able to pay its debts in full within 12 months of the commencement of the winding up.] (note 3)~~

And I/~~we~~ make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at Sheffield in the County of  
South Yorkshire

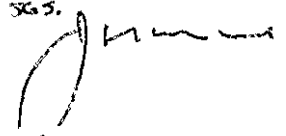
the 24<sup>th</sup> day of November

One thousand nine hundred and ninety three

before me C H Ebbin COMMISSIONER

A Commissioner for Oaths or Notary Public or Justice of the Peace or a Solicitor having the powers conferred on a Commissioner for Oaths.

Declarants to sign below

365. 

## NOTES

- 1 For the meaning of "a person incurring a liability" and "reducing or discharging a liability" see section 152(3) of the Companies Act 1985.
- 2 Insert full name(s) and address(es) of the person(s) to whom assistance is to be given; if a recipient is a company the registered office address should be shown.
- 3 Contingent and prospective liabilities of the company are to be taken into account—see section 156(3) of the Companies Act 1985.
- 4 The auditors report required by section 156(4) of the Companies Act 1985 must be annexed to this form.