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COMPANIES FORM No. 395

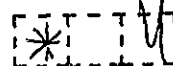
395**Particulars of a mortgage or charge**Please do not
write in
this margin

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

**2735431**

Name of company

* **PACKCHAIN LIMITED**

Date of creation of the charge

The **16th** day of November 1992

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

Legal Charge

Amount secured by the mortgage or charge

Two hundred thousand pounds plus interest

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

J G(Aldburgh) Limited**3 Yarm Road****Stockton on Tees Cleveland**

Postcode

TS18 3NJPresentor's name, address and
reference (if any):

DOBERMAN, RICHARDSON
BY ROBBY & HERMAN
College Chambers
92/94 BOROUGH RD.

Time critical reference

CLEVELAND TS1 2HLFor official use
Mortgage section**REGISTERED****24 NOV 1992**

Post room

COMPANIES HOUSE**24 NOV 1992****M**

Short particulars of all the property mortgaged or charged

The freehold land and buildings situate at Gayle Lane Hawes in the County of North Yorkshire and known as The Creamery Hawes

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 D.A.J. Hartley

Date The 16th day of November 1992

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.

Page 2



The Solicitors' Law Stationery Society plc, Oyez House, 27 Chancery Street, London EC1 6TS

1985 Edition

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Companies M395

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 16th NOVEMBER 1992
and created by PACKCHAIN LIMITED

for securing £200,000.00 due from the Company to J G (ALDBURGH) LIMITED

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 24th NOVEMBER 1992

Given under my hand at the Companies Registration Office,
Cardiff the 30th NOVEMBER 1992

No. 2735431

A handwritten signature in dark ink, appearing to read 'M. Ikram Dar'.

M. IKRAM DAR.

an authorised officer

C.69

post 30/11
HC021B



1316-6
395/A9a

COMPANIES FORM No. 395

Particulars of a mortgage or charge *22/11*

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

M195

6 *2*

2735431

Name of company

* WENSLEYDALE DAIRY PRODUCTS LIMITED

* Insert full name
of company

Date of creation of the charge

18 November 1993

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

Fixed and Floating Charge dated

18 November 1993

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

60000

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

Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode

EC2P 2BX

Presentor's name address and
reference (if any): *68814311*

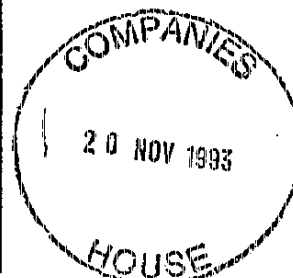
Midland Bank plc
Tynes Area Office
50 Grey Street
Newcastle upon Tyne
NE2 1LS

For official Use
Mortgage Section

REGISTERED

20 NOV 1993

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

First Fixed Charge on all book debts and other debts now and from time to time hereafter due owing or incurred to the Company other than such of the said debts as the Bank may have specifically agreed in writing to exclude from such first fixed charge; and all goodwill and and uncalled capital for the time being of the Company; and all patents patent applications inventions trade marks trade names registered designs copyrights know how and other intellectual property rights and all licences and ancillary rights and benefits including all royalties fees and other income deriving from the same both present and future of the Company; and

Floating Charge on all other the Undertaking of the Company and all its property whatsoever and wheresoever both present and future including its uncalled capital for the time being and such of the book debts and other debts referred to above which are not charged under the said first fixed charge (collectively called "the assets") but so that the Company shall not except with the prior written consent of the Bank:

- (a) create or permit to subsist over all or any of the assets any mortgage charge lien pledge or other security ranking in priority to *pari passu* with the said floating charge; or
- (b) part with sell or dispose of all or except in the ordinary course of the Company's business and for the purpose of carrying on the same any of the assets; or
- (c) deal with its book or other debts or securities for money forming part of the assets otherwise than in the ordinary course of getting in and realising the same which course shall not include or extend to the selling or assigning or in any other way factoring or discounting of any of the said debts or securities.

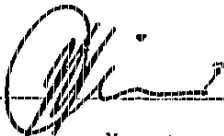
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Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 18 NOVEMBER 1993

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.

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 18th NOVEMBER 1993
and created by WENSLEYDALE DAIRY PRODUCTS LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to MIDLAND BANK plc

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 20th NOVEMBER 1993

Given under my hand at the Companies Registration Office,
Cardiff the 24th NOVEMBER 1993

No. 2735431

A handwritten signature in cursive script, appearing to read 'A.P. Goddard'.

A. P. GODDARD

an authorised officer

C.69a.

Post
24/11
53



COMPANIES FORM No. 395

Particulars of a mortgage or charge

23/2

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

8m
m/25c

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

To the Registrar of Companies

For official use

Company number

1313

2735431

Name of company

WENSLEYDALE DAIRY PRODUCTS LIMITED

* insert full name
of company

Date of creation of the charge

22 FEBRUARY 1994

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

Legal Charge dated

22 FEBRUARY 1994

Amount secured by the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.

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

Midland Bank plc, whose registered office is at Poultry, in the City of London.

Postcode

EC2P 2BX

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

Midland Bank plc
The City of London

Midland Bank plc
2735431 MGL/4311

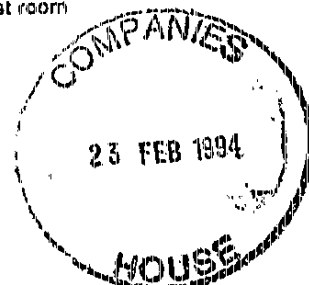
Time critical reference

For official Use
Mortgage Section

REGISTERED

23 FEB 1994

Post room



Short particulars of all the property mortgaged or charged

FREEHOLD PROPERTY KNOWN AS THE CREAMBRY GRAYLE LANE
TOWN HALL PLACE HAWES

together with all fixtures and fittings now or at any time hereafter on the property; and
the benefits of all rights licences and the goodwill of the mortgagor in relation to the
business from time to time carried on at the property.

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 22 FEBRUARY 1994

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.
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- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02735431

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 22nd FEBRUARY 1994 AND CREATED BY WENSLEYDALE DAIRY PRODUCTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MIDLAND BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd FEBRUARY 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25th FEBRUARY 1994.

A handwritten signature in dark ink, appearing to read 'P. Jones', with a date stamp '20/2/94' below it.

for the Registrar of Companies



COMPANIES HOUSE

HC026B

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