



CHFP029

Please do not  
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this marginPlease complete  
legibly, preferably  
in black type, or  
bold block lettering\* insert full name  
of Company

COMPANIES FORM No. 395

## Particulars of a mortgage or charge

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

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4452715

Name of company

\* ALLIANCE BOOTS LTD ("Chargor")

Date of creation of the charge

19th September 2007

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

Charge on Cash

Amount secured by the mortgage or charge

All present and future obligations and liabilities of the Chargor to the Bank in respect of Clause 2(B) of the Deed of Covenant

Deed of Covenant means the deed of covenant dated 20 December 2006 entered into by Alliance Boots PLC, UniChem Limited and the Bank

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

ING Bank N V , London Branch ("Bank")

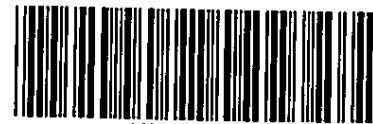
60 London Wall

London

Postcode EC2M 5TQ

Presentor's name address and  
reference (if any)For official Use (06/2005)  
Mortgage Section

MONDAY



\*AWH7KTMT\*

A09

08/10/2007

294

COMPANIES HOUSE

Time critical reference

Short particulars of all the property mortgaged or charged

All sums deposited from time to time in account number 259274 050 held with the Bank (and any successor account), together with all interest accruing from time to time in respect of those sums

The Charge on Cash contains a negative pledge and a further assurance clause

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legibly, preferably  
in black type, or  
bold block lettering*

Particulars as to commission allowance or discount (note 3)

Signed

Date 27 Sept 07

On behalf of ~~[company]~~ mortgaged/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 situated 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 are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ.

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 04452715

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE IN CASH DATED THE 19th SEPTEMBER 2007 AND CREATED BY ALLIANCE BOOTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ING BANK N V., LONDON BRANCH UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th OCTOBER 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th OCTOBER 2007.

A handwritten signature in black ink, appearing to be 'P. B.' or similar.



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES