

M

COMPANIES FORM No. 395

395

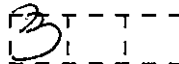
Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf)

For official use

Company number

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

FC 017928.

Name of company

* LIDL U.K. PROPERTIES GmbH

* insert full name
of company

Date of creation of the charge

30TH JUNE 1995

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

LEGAL CHARGE

Amount secured by the mortgage or charge

TWELVE MILLION POUNDS

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

WESTDEUTSCHE LANDESBANK, GIROZENTRALE, POSTFACH 160765, 60070 FRANKFURT

GERMANY

Postcode

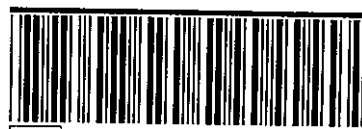
Presentor's name address and
reference (if any):Baileys Shaw & Gillett
17 Queen Square
LONDON
WC1N 3RH

STD.MH

For official Use

Mortgage Section

Post room

PMO *P4K50INN* 276
COMPANIES HOUSE 31/01/96

Time critical reference

Short particulars of all the property mortgaged or charged

SEE ATTACHED SCHEDULE

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

Signed

Barleys Law + Gilbert

Date 30.1.96.

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

*
delete as
appropriate

The address of the Registrar of Companies is: -

Companies House, Crown Way, Cardiff CF4 3UZ

SCHEDULE OF PROPERTIES OVER WHICH CHARGE HELD

1. - County & District: West Yorkshire - Leeds
Title No: WYK351863
Property: GIPTON LEEDS - Oak Tree Site
2. - County & District: Cheshire - Macclesfield
Title No: CH374466
Property: WILMSLOW - Land at Summerfields Village Centre Dean Row
3. - County: Yorkshire
Title No: SYK344591
Property: STOCKSBRIDGE YORKS - Land at Manchester Road
4. - County & District: Buckinghamshire - Milton Keynes
Title No: BM143465
Property: BLETCHLEY BUCKINGHAMSHIRE - Land and warehouse premises on north side of Princes Way
5. - County & District: Lincolnshire - West Lindsey
Title No: LL84737
Property: GAINSBOROUGH Townrows Mill Ropery Road
6. - County & District: Northamptonshire - Corby
Title No: NN165327
Property: CORBY - Land at junction of Oakley Road and Gainsborough Road
7. - County & District: Mid Glamorgan - Ogwan
Title No: WA711315
Property: BRIDGEND - Land lying to the South of Cowbridge Road
8. - County & District: Gwent - Blaenau Gwent
Title No: WA714095

Property: TREDEGAR Retail Premises at Gelli Road
9. - County & District: West Glamorgan - Neath
Title No: WA694234
Property: NEATH - Land lying to the north of Walter's Road Melincrythan
10. - County & District: Hampshire - Southampton
Title No: HP485605
Property: SOUTHAMPTON - Land on the north west side of Church End, Shirley

11. - County & District: Durham - Durham
Title No: DU162062
Property: DURHAM Wheatlands Way Pity Me
12. - County: Leeds
Title No: WYK564801
Property: HUNSLET GREEN LEEDS Retail Premises at Anchor Street



**IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT**

Mr Registrar Buckley

**In the Matter of LIDL U.K Properties GmbH
and
In the Matter of the Companies Act 1985**

UPON THE APPLICATION by Originating Summons dated the 1st December 1995 of Lidl U.K Properties GmbH

AND UPON HEARING the Solicitors for the Applicant

AND UPON READING THE EVIDENCE

AND the Court being satisfied that the omission to deliver to the Registrar of Companies pursuant to Section 395 of the above- mentioned Act the Legal Charge hereinafter mentioned together with the prescribed particulars thereof was due to inadvertence and that it is just and equitable to grant relief

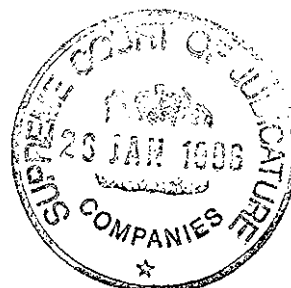
IT IS ORDERED pursuant to Section 404 of the said Act that the time for delivering to the Registrar of Companies for Registration of the Legal Charge dated the 30th June 1995 and made between Lidl U.K Properties GmbH of the one part and Westdeutsche Landesbank Girozentrale of the other part of certain land and of the property comprised in the titles referred to in the Schedule hereto to secure repayment of £12,000,000 and interest thereon in accordance with the terms of the Facility Letter from Westdeutsche Landesbank Girozentrale to Lidl U.K Properties GmbH dated 17th February 1995 be extended to the 9th February 1996

AND IT IS ORDERED THAT the Applicant do deliver an office copy of this order to the Registrar of Companies

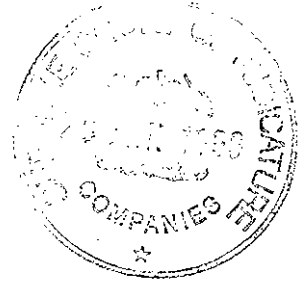
AND THIS ORDER is without prejudice to the rights of any person acquired during the period between the date of the creation of the said Legal Charge and the date of its actual registration

Dated: 19th January 1996

TO: Baileys Shaw & Gillett
17 Queen Square
London
WC1N 3RH



**THE SCHEDULE
SCHEDULE OF PROPERTIES**



1. - County & District: West Yorkshire - Leeds
Title No: WYK351863
Property: GIPTON LEEDS - Oak Tree Site
2. - County & District: Cheshire - Macclesfield
Title No: CH374466
Property: WILMSLOW - Land at Summerfields Village Centre Dean Row
3. - County: Yorkshire
Title No: SYK344591
Property: STOCKSBRIDGE YORKS - Land at Manchester Road
4. - County & District: Buckinghamshire - Milton Keynes
Title No: BM143465
Property: BLETCHLEY BUCKINGHAMSHIRE - Land and warehouse premises on north side of Princes Way
5. - County & District: Lincolnshire - West Lindsey
Title No: LL84737
Property: GAINSBOROUGH Townrows Mill Ropery Road
6. - County & District: Northamptonshire - Corby
Title No: NN165327
Property: CORBY - Land at junction of Oakley Road and Gainsborough Road
7. - County & District: Mid Glamorgan - Ogwan
Title No: WA711315
Property: BRIDGEND - Land lying to the South of Cowbridge Road
8. - County & District: Gwent - Blaenau Gwent
Title No: WA714095
Property: TREDEGAR Retail Premises at Gelli Road
9. - County & District: West Glamorgan - Neath
Title No: WA694234
Property: NEATH - Land lying to the north of Walter's Road Melincrythan
10. - County & District: Hampshire - Southampton
Title No: HP485605
Property: SOUTHAMPTON - Land on the north west side of Church End, Shirley
11. - County & District: Durham - Durham
Title No: DU162062
Property: DURHAM Wheatlands Way Pity Me
12. - County: Leeds
Title No: WYK564801
Property: HUNSLET GREEN LEEDS Retail Premises at Anchor Street



FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. FC017928

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 30th JUNE 1995 AND CREATED BY LIDL U. K. PROPERTIES GMBH FOR SECURING £12,000,000 DUE OR TO BECOME DUE FROM THE COMPANY TO WESTDEUTSCHE LANDESBANK GIROZENTRALE PURSUANT TO THE TERMS CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 31st JANUARY 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st FEBRUARY 1996.

A handwritten signature in cursive script, appearing to read 'R.L. Adams'.

R.L. ADAMS

for the Registrar of Companies



C O M P A N I E S H O U S E

HC026B

POST
30
112