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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.

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395

CHFP025

Please do not
write in
this margin

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

*Insert full name of
company

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

2

Company number

6338386

Name of company

* ORANGE BRANDS LTD (the "Company")

Date of creation of the charge

19 August 2008

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

Floating Charge (All Assets) ("the Charge")

Amount secured by the mortgage or charge

4
10 All monetary and other liabilities and obligations now or at any time hereafter owed or incurred by the Company to or in favour of the Security Holder whether present or future, actual or contingent, liquidated or unliquidated whether arising in or by contract, tort, restitution, assignment or breach of statutory duty

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

HSBC Invoice Finance (UK) Ltd ("the Security Holder")

Farncombe Road, Worthing

West Sussex

Postcode BN11 2BW

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

HSBC Invoice Finance (UK) Ltd
Farncombe Road, Worthing
West Sussex
BN11 2BW

Time critical reference

For official Use

Mortgage Section

Post room

THURSDAY



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A18

21/08/2008

247

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

By way of floating charge all the undertaking of the Company and all assets whatsoever and wheresoever now owned or hereafter acquired by the Company or in which it now has or in future acquires an interest including the Company's stock in trade and its uncalled capital but (for the avoidance of doubt) excluding any debts and associated rights relating thereto the ownership of which vests in or shall at any time hereafter vest in the Security Holder by virtue of any agreement for the purchase of debts between the Company and the Security Holder, and the proceeds and the products thereof

*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 **19 August 2008**

On behalf of [mortgagee/chargee] †

*A fee of is payable to
Companies House
in respect of each
register entry for a
mortgage or
charge
(See Note 5)*

Notes

† delete as appropriate

- 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 must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF4 3UZ.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6338386
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A FLOATING CHARGE (ALL ASSETS)
DATED 19 AUGUST 2008 AND CREATED BY ORANGE BRANDS
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO HSBC INVOICE FINANCE (UK)
LTD (THE SECURITY HOLDER) ON ANY ACCOUNT
WHATSOEVER 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 21 AUGUST 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22 AUGUST 2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES