

No. of Company 1.85647/225.....

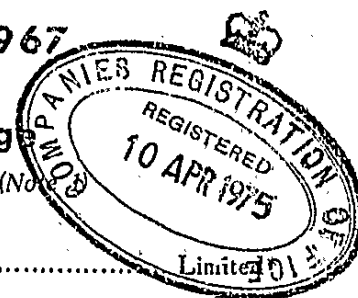
Form No. 47
(No registration
fee payable)

THE COMPANIES ACTS 1948 TO 1967

Particulars of a mortgage or charge

Pursuant to Sections 95 and 106A of the Companies Act 1948 (No. 100)

Name of Company J. SAINSBURY



Particulars of a mortgage or charge created by the above-named Company

Date and description of the instrument creating or evidencing the mortgage or charge (Note 2)	Amount secured by the mortgage or charge	Short particulars of all the property mortgaged or charged (For statement as to restriction on power to grant further securities see note 3)	Names addresses and descriptions of the mortgagees or persons entitled to the charge	Particulars as to commission, allowance or discount paid (Note 4)
9th April 1975 Deed of Substitution	£2,736,942 6½% First Mortgage Debenture Stock 1988/93 constituted and secured by a Trust Deed dated the 8th February 1974 J Sainsbury Limited (1) Alliance Assurance Company Limited (2)	Freehold property now or formerly known as 3 5 and 7 Whitegate Road and 2 4 and 6 Warrior Square South-end on Sea being the premises registered at H.M. Land Registry under Title Number EX 171106 Numbers 89-91 Queensway Town Centre, Stevenage Hertford <i>together with fixtures, fittings and fixed plant & machinery</i>	Alliance Assurance Company Limited Registered Office Bartholomew Lane, London, E.C.2.	

Please see notes overleaf

Signed

Designation of position
in relation to the
CompanySolicitors to the said Alliance
Assurance Company Limited

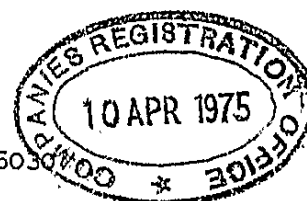
* Delete "Limited" if not applicable

Date 10th April 1975

Presented by: *Post To*Messrs. Allen & Overy,
9 Cheapside,
London, EC2V 6ADPresentor's reference
and/or telephone number:

JMK/JVR/JMM

01 248 503000





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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a mortgage or charge effecting substitution of security dated the 9th April 1975 and created by J. SAINSBURY LIMITED for further securing debenture stock of the Company amounting to £2,736,942 secured by a Trust Deed dated 8th February 1974 was registered pursuant to section 95 of the Companies Act, 1948 on the 10th April 1975

Given under my hand at London the 16th April 1975

No. 185647

P. B. MARTIN

Assistant Registrar of Companies

Certificate and instrument received by

Date 16 APR 1975

A charge by way of first legal mortgage on the freehold and leasehold properties specified below together with the buildings fixtures (including trade fixtures but excluding tenant's fixtures owned by lessees or underlessees of any of such properties) fittings fixed plant and machinery thereon and all rights powers and easements appurtenant but subject to and with the benefit of the leases underleases and tenancies affecting the same specified below but otherwise free from incumbrances.

No.	Short description of property (with title numbers registered land) all of which properties were transferred conveyed or assigned to the Company by J. Sainsbury (Properties) Limited ("Properties") by Deeds of even date herewith	Interest	Leases or Tenancies
1.	132/8 (even Nos. inclusive) High Street and 2/12 (even Nos. inclusive) Romer Avenue, <u>Lewisham</u> , and land at Rhyme Road, comprised in Title Nos. LN.128870—70707	Freehold	No. 138 High Street is let on Lease dated the 31st May, 1961 to Peter Lord Limited for a term of 14 years expiring Michaelmas 1976 at an exclusive yearly rent of £4,250 (variable).
2.	148/150 (even Nos. inclusive) High Street, <u>Guildford</u> , Surrey.	Freehold	None
3.	Land at rear of 146 High Street, <u>Guildford</u> , Surrey, comprised in Title No. SY.295647	Freehold	None
4.	Land at rear of 148/150 High Street, <u>Guildford</u> , Surrey, comprised in Title Nos. SY.295646 and SY. 348778	Freehold	None
5.	2/10 (even Nos. inclusive) High Street, <u>Bognor</u> , comprised in Title No. SX.87239	Freehold	None
6.	76/84 (even Nos. inclusive) High Street, <u>Feltham</u> , comprised in Title Nos. NGL.61415 and MX.470077	Freehold (the part thereof comprised in Title No. MX.470077 being possessory)	A Lease of a substation site dated the 7th February, 1967 in favour of the South Eastern Electricity Board for a term of 21 years from the 7th February, 1967 at a rent of a peppercorn.
7.	10/11 West Side Centre, <u>Bury Park</u> , Luton, Bedfordshire	Freehold	None
8.	560/568 (even Nos. inclusive) High Road, <u>Tottenham</u> , and warehouse at rear comprised in Title No. NGL.8464	Freehold	No. 560 High Road let on Lease dated the 12th February, 1970 to Clark & Sons for a term of 14 years from the 18th February, 1969 at an exclusive rent of £2,400 (variable).
9.	16/18 (even Nos. inclusive) <u>Beddington Gardens</u> and 22 Woodcote Road, Wallington, comprised in Title Nos. SY.94716 and SY.257698	Freehold	No. 22 Woodcote Road let on Lease dated 22nd April, 1970 to S. Hussain for a term of 14 years from the 24th March, 1970 at an exclusive yearly rental of £1,500 (variable).

10. 14/20 (even Nos. inclusive) High Street and 1 Palmerston Road. Wealdstone, comprised in Title Nos. MX.280548, MX.285402, MX.294183 and MX.449436

Freehold, (the part thereof comprised in Title No. MX.285402 being possessory)

(1) Electricity substation site let on Lease dated 16th June, 1967 Properties (1), Eastern Electricity Board (2) 99 years from the 1st January, 1967 at rent of £25 per annum for the first 14 years and thereafter as mentioned therein

(2) Land at rear subject to a Lease dated 28th November, 1956 and made between Pritchards Bakeries (Wealdstone) Limited (1), Wessel O'Wealdstone Limited (2), Frithjif Herman Oloop Wessel (3), 21 years from 29th September, 1956 at rent of £338 per annum and an insurance rent

(3) Ground floor shop and first floor of 14 High Street subject to a Lease dated 19th March, 1968 and made between Properties (1) and Daniel Molho Monty Levy and Salvatore Zahariah (2) for 21 years from the 25th day of December, 1967 at a rent of £2,000 per annum

11. 141, 142 and 145 High Street and 7, 8, 9 and 10 Silver Hill and land fronting the South Side of Silver Hill in the City of Winchester (part now known as 2 Middle Brook Street)

Freehold

141/142 High Street subject to a Lease dated 1st February, 1965 made between Properties (1) and Empire (Catering) Company Limited (2) for a term of 21 years from 29th September, 1964 at a rent of £3,500 per annum

12. Nos. 358/362 (even Nos. inclusive) Wimborne Road and 1 Leslie Road, Winton, Bournemouth, Hants

Freehold

Lease of substation site dated the 15th December, 1969 in favour of the South Eastern Electricity Board for a term of 21 years from the 1st April, 1965 at a rent of 5p per annum (if demanded)

13. Depot at Buntingford, Herts

Freehold

Electricity substation site let on Lease dated 20th October, 1967 Properties (1), Eastern Electricity Board (2) 92½ years from the 24th June, 1967 at the yearly rent of £1

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