

M

CHFP025

Please do not
write in
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.**569443/13
395

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

16

03672117

Name of company

* Premier Paper Group Limited (the "Account Holder")

Date of creation of the charge

14 March 2008

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

Deed of Security over Cash deposits in relation to The Classic Papers Limited Pension Fund and Life Assurance Scheme between the Account Holder and the Trustee (as defined below) dated 14 March 2008 (the "Deed")

Amount secured by the mortgage or charge

All amounts (including expenses) which may now or at any time in the future be due, owing or incurred by the Account Holder to the Trustee to meet the cost of buying out the liabilities of the Scheme in the manner contemplated in the Deed of Amendment (the "Secured Obligations")

"Antalis" means Antalis International SAS, a company incorporated in France with Company number 410336 of 122 rue Edouard Vaillant, Levallois-perret 92593, France

"Deed of Amendment" means the deed of amendment and for buy-out funding to be entered into between the Account Holder, the Trustee and Antalis

"Scheme" means the Classic Papers Limited Pension Fund and Life Assurance Scheme, of which the Account Holder is the principal employer

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

Alexander Forbes Trustee Services Limited (company number 01050578), 6 Bevis Marks, London, (the "Trustee")

Postcode EC3A 7AF

Presentor's name address and
reference (if any)Wragge & Co LLP
55 Colmore Row
Birmingham
B32AS

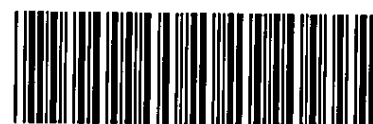
1979514/CAG/NXB3

Time critical reference

For official Use (06/2005)
Mortgage Section

Post room

FRIDAY

A52 28/03/2008 296
COMPANIES HOUSE

10971285

Short particulars of all the property mortgaged or charged

The Account Holder, as a continuing security for the payment and discharge of the Secured Obligations, assigns absolutely to the Trustee all its rights, title and interest in and to the Deposits but subject to the covenant for re-assignment contained in clause 15 12 of the Charge

All security granted or created by the Charge is to be a continuing security which shall remain in full force and effect notwithstanding any immediate payment or settlement of account or other matter or thing whatsoever and in particular the intermediate satisfaction by the Account Holder or any other person of the whole or any party of the Secured Obligations

All the security created or given under the Charge is made with full title guarantee in accordance with the law of Property (Miscellaneous Provisions) Act 1994

During the Security Period, the Account Holder must not create, extend or permit to subsist any security over any of the Secured Assets, nor may it sell, transfer or otherwise dispose of any of the Secured Assets in any way sell or dispose of the equity of redemption or any interest in the Secured Assets or enter into any other preferential arrangement having a similar effect

Please see Continuation Sheet 1

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

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

Signed

Nayge & Co LLP

Date

27 March 2008

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
- 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 CF14 3UZ

Continuation Page 1

Premier Paper Group Limited (Company Number 03672117)

Short Particulars of all the property mortgaged or charged

“Account” means each account of the Account Holder at the Account Bank of which brief particulars are set out in Schedule 1 of the Charge (see below) (The Account) and includes, where the context admits, any sub-account or ledger relating to each such account, and to all renewals or redesignations of such account and also any account opened pursuant to the provisions of clause 15.5 of the Charge (Power to establish new account)

“Account Bank” means Nordea Bank Finland Plc acting through its branch office Nordea Bank London, of 8th Floor, City Place House, 55 Basinghall Street, London EC2V 5NB

“Deposits” means the aggregate of the sums from time to time standing to the credit of the Account, together with interest (including interest compounded and treated as capital) and other rights, benefits or sums accruing to, in respect of or incidental to the Account, and the debts represented by the Account

“Discharge Date” means the date with effect from which the Trustee confirms to the Account Holder and to Antalis that all the Secured Obligations have been unconditionally and irrevocably paid and discharged in full and all relevant commitments of the Trustee cancelled

“Secured Assets” means the assets assigned pursuant to clause 4.1 of the Charge (Grant of security) or otherwise the subject of any security created by or pursuant to the Charge and includes any part or parts of such assets

“Security Period” means the period beginning on the date of the Charge and ending on the Discharge Date

Schedule 1

Account Name	Account Number	Sort Code of Account Bank
Premier Paper Group Limited – The Classic Papers Limited Pension Fund and Life Assurance Scheme	0042487202	40-48-78



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY NO. 3672117
CHARGE NO. 6

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF SECURITY OVER CASH
DEPOSITS DATED 14 MARCH 2008 AND CREATED BY PREMIER
PAPER GROUP LIMITED FOR SECURING ALL MONIES DUE OR
TO BECOME DUE FROM THE COMPANY TO ALEXANDER
FORBES TRUSTEE SERVICES LIMITED (THE TRUSTEE) 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 28 MARCH 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2 APRIL 2008



Companies House
— for the record —

PJ



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES