



COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

WEST No 00791

Please do not write in this margin

For official use

Company number

3474829

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

\* Insert full name of company

Name of Company

\* TERRA PLANA INTERNATIONAL LIMITED

Date of creation of the charge

24TH NOVEMBER 1999

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

DEBENTURE AND PROMISSORY NOTE made between THE COMPANY (1) LANCELOT PEASE CLARK and THE RED BOOT HOLDING BV, THE RED BOOT NEDERLAND BV, THE RED BOOT & COMPANHIA (EXPORT/IMPORT) LDS, BOOT ONROEREND GOED BV, BERGMANS DESIGN BV ("the Lenders")

Amount secured by the mortgage or charge

All present and future indebtedness of the Company in respect of any advance or loan present and future by the Lenders

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

LANCELOT PEASE CLARK Anchor Hse, Braunston Nr Daventry Northants NN11 7NJ UK

THE RED BOOT HOLDING BV, THE RED BOOT NEDERLAND BV, THE RED BOOT & COMPANHIA

THE RED BOOT ONROEREND GOED BV of

Postcode

Landjuweel 16-9 3905 PG Veenendaal, The Netherlands CHARLES BERGMANS DESIGN BV

Presenter's name, address and reference (if any):

of Wendelnesseweg 82  
5161 ZB Sprang-Capelle  
The Netherlands

For official use  
Mortgage section

Post room



643 #AZK7SLZC\* 281  
COMPANIES HOUSE 04/12/99

Time critical reference

BORNEO MARTELL & PARTNERS  
9 NOTRE DAME MEWS,  
NORTHAMPTON,  
NN1 2BG



**Short particulars of all the property mortgaged or charged**

Please do  
this mark

Please do  
preferably in black type,  
or bold block lettering.

1. By way of fixed equitable charge all estate and interest in any freeholds leasehold property now or at any time during the continuance of the security belonging to the Company.
2. Charge by way of fix charge or stock shares or securities now or at any time during the continuance of the security belonging to the Company in any of its subsidiary companies.
3. By way of fixed legal charge its goodwill.
4. By way of fixed charge all book and other debts now or at any time during the continuance of the security due or owing to the Company.
5. By way of floating security its undertaking and all other property assets rights whatsoever situate present and future (including its uncalled capital)

**Particulars as to commission allowance or discount (Note 3)**

NIL

Signed  Date 3rd December 1999

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 despatched 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.

**FILE COPY**



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

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

COMPANY No. 03474829

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE AND PROMISSORY NOTE DATED THE 24th NOVEMBER 1999 AND CREATED BY TERRA PLANA INTERNATIONAL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO LANCELOT PEASE CLARK THE RED BOOT HOLDING BV THE RED BOOT NEDERLAND BV THE RED BOOT & COMPANHIA THE RED BOOT ONROEREND GOED BV BERGMANS DESIGN BV IN RESPECT OF ANY ADVANCE OR LOAN WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th DECEMBER 1999.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th DECEMBER 1999.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



**C O M P A N I E S   H O U S E**