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Particulars of a mortgage or charge

395

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

CHFP025

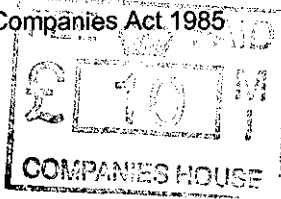
Please do not write in this margin

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

*insert full name of Company

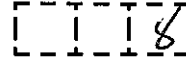
Pursuant to section 395 of the Companies Act 1985

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



For official use

Company number



3928776

Name of company

* UNITED POLYMERS LIMITED

Date of creation of the charge

1 OCTOBER 2003

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

05

DEBENTURE

Amount secured by the mortgage or charge

07

1. All monies and liabilities which are now owing to the mortgagee pursuant to Clause 3.5.1 of a shareholders agreement dated 16 March 2000 between the mortgagee, Terence Rodney Lister, JH Fenner & Co Limited and the mortgagor, as varied by a supplemental agreement dated on or about the date of the debenture and made between the mortgagee, Terence Rodney Lister, JH Fenner & Co Limited, the mortgagor and Barclays Mercantile Business Finance Limited, being monies outstanding to the mortgagee in respect of management fees and limited to the sum of £120,000.

2. All proper costs, charges and expenses of or incurred by the mortgagee in the carrying into effect of the debenture and any other security relating to the above liabilities or in the exercise of any other rights, remedies and powers conferred upon the mortgagee pursuant to the debenture or any other such security, in each case upon demand on a full and unqualified indemnity basis.

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

GIL Management Limited (Company No. 3776929) whose registered office is at c/o Grove Industries Limited, Birmingham Road, Stratford Upon Avon, Warwickshire

Postcode CV37 0AS

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

Gateley Wareing Solicitors
Windsor House
3 Temple Row
Birmingham
B2 5JR

pjr/50364.2/358720

Time critical reference

For official Use
Mortgage Section

Post room



A27 *A2GUDQUP* 0800
COMPANIES HOUSE 03/10/03

Short particulars of all the property mortgaged or charged

Please do not write in this margin

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

01
95

- 1. By way of fixed charge:
 - 1.1 all freehold and leasehold land which is now or may at any time subsequently be vested in the mortgagor together with all buildings and fixtures (including trade fixtures) and fixed plant and machinery from time to time on or in such buildings;
 - 1.2 all interests in or over freehold or leasehold land or in the proceeds of sale of such land to which the mortgagor is now or may subsequently become beneficially entitled;
 - 1.3 all goodwill and uncalled capital from time to time of the mortgagor;
 - 1.4 all book and other debts which may now or at any time subsequently be due, owing or incurred by any person to the mortgagor;
 - 1.5 all rights and interests in and claims under all policies of insurance and assurance now or subsequently held by or on behalf or to the benefit of the mortgagor;
 - 1.6 all rights and claims to which the mortgagor is now or may subsequently be entitled under any contracts entered into by the mortgagor;
 - 1.7 all stocks, shares and other securities which may now or subsequently be held by the mortgagor in any other company or organisation, together with all rights and interests which may from time to time attach to them;

Particulars as to commission allowance or discount (note 3)

[Empty box for commission allowance or discount]

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed

Gately Dainty

Date

01/10/08

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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF14 3UZ

Particulars of a mortgage or charge (continued)

CHFP025

Please do not
write in this
binding margin

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company Number

3928776

Name of Company

UNITED POLYMERS LIMITED

Limited*

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Amount due or owing on the mortgage or charge (continued)

Please do not
write in this
binding margin

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

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Please do not
write in this
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

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1.8 all copyrights, patents, trade-marks, service marks, brand names, inventions, design rights, know-how and other intellectual property rights, whether or not capable of protection by registration, and the benefit of any pending applications for any such rights or benefits deriving from them including, without limitation, the right to receive any royalty, commission or other payment derived from or incidental to any such asset;

1.9 all cash at bank, bank accounts and credit balances which the mortgagor may now or at any time subsequently hold with any bank or other person and all interest and other rights attaching to them; and

1.10 all plant and machinery, office equipment, motor vehicles, computer hardware, tooling, dies and moulds (other than any such items forming part of the mortgagor's stock in trade or work in progress) which may now or at any time subsequently be owned by the mortgagor and which are not otherwise charged pursuant to the debenture;

2. By way of floating charge, all other assets and undertaking of the mortgagor and all its property, both present and future, not otherwise effectively charged by way of fixed charge pursuant to the debenture.

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

FILE COPY



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

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

COMPANY No. 03928776

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 1st OCTOBER 2003 AND CREATED BY UNITED POLYMERS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GIL MANAGEMENT LIMITED 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 3rd OCTOBER 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th OCTOBER 2003.

10/02



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES