

"THE COMPANIES ACT, 1929."

Particulars



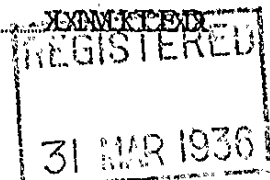
(to be delivered to the Registrar of Companies pursuant to Section 79
of The Companies Act, 1929)

OF A

Mortgage or Charge

created by GEORGE A. STEVENSON LIMITED

(a Company registered in England)



(See Page 4 of this Form.)

70722-33

TELEGRAMS: "CERTIFICATE, FLEET, LONDON."

TELEPHONE: HOLBORN 0434 (3 LINES).

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, and Publishers,

116 TO 118 CHANCERY LANE, LONDON, W.C. 2,

and 13 BROAD STREET PLACE, E.C. 2

Presented by



PARTICULARS of a MORTGAGE or CHARGE created by **GEORGE A.**
A Company Registered

(1) Date and Description of the Instrument Creating or Evidencing the Mortgage or Charge.*	(2) Amount Secured by the Mortgage or Charge.	(3) Short Particulars of the Property Mortgaged or Charged.
Legal Charge dated 18th March 1936	£1100 <i>All money due or to become due from the Company to Westminster Bank Ltd</i> ✓	Freehold premises known as 3, Richmond Villas Swansea <i>including all trade and other fixtures now or at any time in upon or about the said premises</i> ✓

NOTE.—This Margin is reserved for binding, and must not be written across.

* A description of the Instrument—e.g. "Trust Deed," "Mortgage," "Debenture," &c., as the case may be—should be given.

† The rate of Interest payable under the terms of the Debentures should *not* be entered.

As to delivery of the Instrument with these Particulars see Section 79, Sub-Section (1), printed on Page 4 of this Form.

As to delivery in certain cases of (a) a Copy of the Instrument, or (b) a Copy of the Instrument and a prescribed Form [Form 47c] of Certificate, see Section 79, Sub-Sections (3) and (5).

NOTE.—The Fees payable on Registration of Mortgages and Charges are as follows:—

10s.

in England.

(4)

(5)

Names, Addresses, and Descriptions of the Mortgagees or
Persons Entitled to the Charge.

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
subscribing or agreeing to subscribe, whether
absolutely or conditionally, or procuring or
agreeing to procure subscriptions, whether
absolute or conditional, for any of the
Debentures included in this Return.

Westminster Bank Limited, 41, Lothbury, London.

nil

NOTE.—This Margin is reserved for binding, and must not be written across.

NOTE.—This Margin is reserved for binding, and must not be written across.

Signature *Arthur J. Thomas*

Designation of
position in
relation
to the
Company.

*Chief Clerk & Secretary
for the Mortgagees*

Dated the

20th

day of

March

19 36.

Certificate of the Registration of a Mortgage or Charge.

Pursuant to Section 82 (2) of the Companies Act, 1929.



I hereby Certify that a Mortgage or Charge

dated the eighteenth day of March One thousand
 nine hundred and thirty-six and created by GEORGE A. STEVENSON LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time accruing due from
 the Company to the Westminster Bank Limited

on any account whatsoever, but not exceeding ~~£100,000~~, was this day **Registered** pursuant
 to Section 79 of the Companies Act, 1929.

Given under my hand at London, this thirty-first day of March

One thousand nine hundred and thirty-six

Registrar of Companies.

Certificate and Mortgage received by

E. Byrrell. 116, Victoria Street. SW 1.

Date.

6th April 1936

THE COMPANIES ACT, 1929.

Declaration verifying Memorandum of Satisfaction of Mortgage or Charge.

Pursuant to Section 84.

No Revenue Stamp
duty chargeable.Name
of
CompanyGeorge A. Stevenson Limited.

WE

Arthur R Jones
of John Lewis Biddings Swansea
a Director of George A. StevensonArthur R Jones
John Lewis Biddings Swansea

the Secretary thereof, do solemnly and sincerely declare that the particulars contained in the Memorandum of Satisfaction annexed hereto and dated the 25th day of September, 1936, are true to the best of our knowledge, information and belief, and we make this solemn Declaration, conscientiously believing the same to be true, and by virtue of the provisions of the "Statutory Declarations Act, 1835."

Declared at

Swansea
in the County of Glamorgan
the 25th day of September
one thousand nine hundred and thirty six before meThomas Jones
A Commissioner for Oaths. (a)

(a) or Notary Public or Justice of the Peace.

Memorandum of Satisfaction of Mortgage or Charge.



Margin reserved for binding.

GEORGE A. STEVENSON Limited

hereby gives notice that the registered charge being (b) a Legal

Charge dated the eighteenth of March, one thousand nine hundred and thirty-six to secure all moneys due or to

become due to Westminster Bank Ltd, charged upon Freehold: 3, Richmond Villas, Swansea, and fixtures thereon.

of which Particulars were registered with the Registrar of Companies on

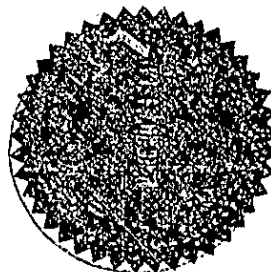
the thirty first day of March 1936. was/satisfied on

the 23rd day of September 1936 to the extent of

£800 (Eight hundred pounds)

In witness whereof the common seal of the Company was hereunto affixed the 24th day of September 1936.

Arthur R. Jones
Directors
Arthur R. Jones
Secretary.



(b) A description of the instrument(s) creating or evidencing the charge, e.g., "Mortgage", "Charge", "Debenture", etc., with the date thereof should be inserted. If the registered charge was a "Series of Debentures", or "Debenture Stock", the words "authorized by Resolution", together with the date of the Resolution should be added.

Presented by *R. J. Morgan* for
Charles J. Morgan *Charles J. Morgan*
Swansea

Number of
Company } 193946 / 81



Form No. 47

THE COMPANIES ACT, 1948

REGISTERED

- 3 JUL 1967

**COMPANIES
REGISTRATION**

For
Stamp
see
below.

PARTICULARS of a Mortgage or Charge created by a Company
registered in England.

Pursuant to section 95.

Insert the
Name of the
Company

GEORGE A. STEVENSON

LIMITED

NOTE.—The original instrument (if any) creating or evidencing the charge must be presented with these particulars within twenty-one days after the date of its creation. (See section 95 (1).) In certain cases a copy of the instrument creating or evidencing the charge verified or certified in the prescribed manner may be sent to the Registrar in place of the original instrument. (See section 95 (3) & (5) and clause 4 of the Companies (Forms) Order, 1949.)

Section 96 (3) of the Companies Act, 1948, provides that:—

If any company makes default in sending to the registrar for registration the particulars of any charge created by the company or of the issues of debentures of a series requiring registration as aforesaid, then, unless the registration has been effected on the application of some other person, the company and every officer of the company who is in default shall be liable to a default fine of fifty pounds.

The fee payable on registration of a Mortgage or Charge is 10s. if the amount secured does not exceed £200, and £1 if it exceeds £200.

Presented by—

James A. Paines,
59-67 Graham Street,
London, E.C.2.



A/R.

THE [SOLICITORS' LAW STATIONERY SOCIETY, LIMITED

191-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.
PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

PARTICULARS of a Mortgage

GEORGE A. STEVENSON

(1) Date and description of the instrument creating or evidencing the Mortgage or Charge (a) Legal Charge	(2) Amount secured by the Mortgage or Charge	(3) Short particulars of the Property Mortgaged or Charged
dated 28th June 1967	£90,000	All that piece or parcel of land situate at Bryn-tywod in the Parish of Llangyfelach in the County of Glamorgan forming part of O.S. Field No. 3138 on the Ordnance Survey Sheet for the said Parish having an area of 1.76 acres or thereabouts Together with all buildings erections and fixed plant and machinery therein.

Note.—This margin is reserved for binding and must not be written across

Note.—This margin is reserved for binding and must not be written across

Dated the 3rd day of July 1967:

"Mortgage Deed" "Mortgage", "Debenture", etc., as the case may be, should be given.

(4)

(5)

Names, Addresses and Descriptions of the Mortgagees or Persons
entitled to the Charge

The amount or rate per cent of the
Commission, Allowance or Discount (if
any) paid or made either directly or in-
directly by the Company to any person
in consideration of his subscribing or
agreeing to subscribe, whether absolutely
or conditionally, or procuring or agree-
ing to procure subscriptions, whether
absolute or conditional, for any of the
Debentures included in this Return (6)

The Chartered Bank,
38, Bishopsgate,
London, E.C.2.

Note.—This margin is reserved for binding and must not be written across

Signature_____

Designation
of Position
in relation
to Company)

Help
Secretary

DUPLICATE FOR THE FILE

Certificate of the Registration of a Mortgage or Charge.

Pursuant to Section 98 (2) of the Companies Act, 1948.



I hereby Certify that a Mortgage or charge.....
dated the twenty-eighth day of June One thousand
nine hundred and sixty seven and created by GEORGE
A. STEVENSON LIMITED for securing \$90,000

was Registered pursuant to Section 95 of the Companies Act, 1948 on the
third day of July One thousand nine
hundred and sixty seven.

Given under my hand at London this seventh day of
July One thousand nine hundred and sixty seven.

Certificate and Mortgage received by

Date



L.S. Whitfield.
Assistant Registrar of Companies.

[P.T.O.]

THE COMPANIES ACT, 1948

PARTICULARS of a Mortgage or Charge created by a Company registered in England.

Pursuant to section 95.

REGISTERED
12 AUG 1968

Insert the
Name of the
Company

Afon Tinplate Company

LIMITED

NOTE.—The original instrument (if any) creating or evidencing the charge must be presented with these particulars within twenty-one days after the date of its creation. (See section 95 (1).) In certain cases a copy of the instrument creating or evidencing the charge verified or certified in the prescribed manner may be sent to the Registrar in place of the original instrument. (See section 95 (3) & (5) and clause 4 of the Companies (Forms) Order, 1949.)

Section 96 (3) of the Companies Act, 1948, provides that :—

If any company makes default in sending to the registrar for registration the particulars of any charge created by the company or of the issues of debentures of a series requiring registration as aforesaid, then, unless the registration has been effected on the application of some other person, the company and every officer of the company who is in default shall be liable to a default fine of fifty pounds.

The fee payable on registration of a Mortgage or Charge is 10s. if the amount secured does not exceed £200, and £1 if it exceeds £200.

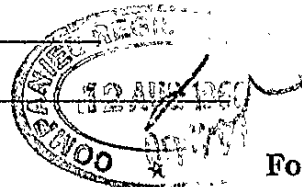
Presented by—

Metson Cross & Co.,

58 Mark Lane,

London.E.C.3.

Document Filer's Reference



Form No. 47
(For fee see above)

THE SOLICITORS' LAW STATIONERY SOCIETY, LIMITED

191-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

PARTICULARS of a Mortgage

Afon Tinsplate Company

(1)	(2)	(3)
Date and description of the instrument creating or evidencing the Mortgage or Charge (a)	Amount secured by the Mortgage or Charge	Short particulars of the Property Mortgaged or Charged
<p>Legal Mortgage</p> <p>2nd August, 1968</p>	<p>All liabilities of the Company to the Chargee</p>	<p>Afon Works</p> <p>Velindre</p> <p>Swansea</p>

Not to be written across

Dated the 2nd day of August 1968.

(4)

(5)

Names, Addresses and Descriptions of the Mortgagees or Persons
entitled to the Charge

Amount or rate per cent. of the
Commission, Allowance or Discount (if
any) paid or made either directly or in-
directly by the Company to any person
in consideration of his subscribing or
agreeing to subscribe, whether absolutely
or conditionally, or procuring or agree-
ing to procure subscriptions, whether
absolute or conditional, for any of the
Debentures included in this Return (5)

Westminster Bank Limited
Lothbury London.E.C.2.

Signature

F. H. M. L.

Position

Position

Position

Company

Secretary



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a mortgage or charge dated the **2nd August 1968**
and created by **AFON TINPLATE COMPANY LIMITED**

for securing all moneys now due, or hereafter to become due, or from time to time accruing
due from the Company to **Westminster Bank Limited**

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on
the **12th August 1968**

Given under my hand at London the **15th August 1968**

No. **193946**

Certificate No. 1 mortgage received by

Westminster Bank Limited

58, Mark Lane, E.C.3

Date **15th August 1968**

Assistant Registrar of Companies

C.69a

Number of
Company } 193946 / 87

THE COMPANIES ACTS 1948 to 1967

Declaration verifying Memorandum relating to a Registered Mortgage or Charge
(Pursuant to section 100 of the Companies Act 1948)

Insert here
Name of the
Company } Afon Tinplate Company
Limited

WE Ian Peter Spratling,
of 'Karen', Meadway, off Gravel Path, Birkhamsted, Herts,
a Director of Afon Tinplate Company

Limited
and Francis Lindsay Kelford,
of 94, Chestnut Lane, Amersham, Bucks,

the Secretary thereof do solemnly and sincerely declare that the
particulars contained in the Memorandum endorsed hereon are true to the
best of our knowledge, information and belief.

And we make this solemn Declaration conscientiously believing the
same to be true and by virtue of the provisions of the Statutory
Declarations Act, 1835.

Declared at 11/12, Rushing Lane
London. E.C.2.

the 24 day of August

One thousand nine hundred and sixty-
eight

Before me,

Hughes/Down
A Commissioner for Oaths.^(a)

(a) Or Notary Public or Justice of the Peace.

Form No. 49A

(No Revenue Stamp Duty chargeable)

The Solicitors' Law Stationery Society, Ltd.
191-192 Fleet Street, E.C.4; 5 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 5; 14 Cardiff Street, Cardiff CF1 4EA;
19 & 21 North John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street,
Glasgow, G.2

MEMBERSHIP AND DISTRIBUTION OF DOCUMENTS BOOKS AND FORMS

Memorandum of

- (1) Partial Payment or Satisfaction of Mortgage or Charge
- (2) Release of Part of Property or Undertaking from Mortgage or Charge

Afon Tinplate Company

Limited

hereby gives notice that the registered charge being ^(b) a
mortgage

of which particulars were registered with the Registrar of Companies
on the ^(c) 3rd day of July 19 67 was satisfied
on the 6th day of June 19 68 to the extent
of _____

Delete (1)
or (2) if
necessary.

~~(1) the debt for which the charge was given having been partly
paid or satisfied and~~

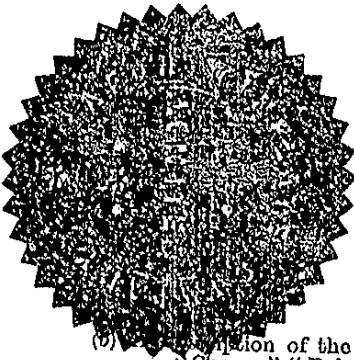
(2) part of the property or undertaking charged having been
released from the charge.

Delete if
necessary.

Short particulars of the property or undertaking no longer
charged:—

being premises having a frontage to Station Road
Grovesend Gorseinon in the County of Glamorgan

In witness whereof the common seal of the Company was hereunto
affixed the Second day of August 19 68



[Signature] } Directors
[Signature] }
[Signature] Secretary

- (b) In the case of the instrument(s) creating or evidencing the charge, e.g., "Mortgage," "Charge," "Debenture," etc., with the date thereof should be given. If the registered charge was a "Series of Debentures" or "Debenture Stock," the words "authorised by resolution," together with the date of the resolution, should be added.
- (c) The date of registration may be confirmed from the Certificate of Registration and (except in the case of a series of debentures) from the registration stamp affixed to the instrument(s) registered.

Presented by

Presentor's Reference JC

Matson Cross & Co.,

58 Mark Lane,

London.E.C.3.

Number of } 193946 / 101
Company }

THE COMPANIES ACTS 1948 to 1967

Declaration verifying Memorandum of Satisfaction of a Registered Mortgage or Charge
(Pursuant to Section 100 of the Companies Act 1948)

Insert here
Name of the
Company

AFON TINPLATE COMPANY

Limited

WE Lynham Thomas George Jones
of 5 Hanover Road, Baswell, Swansea,

a Director of AFON TINPLATE COMPANY Limited

and Geoffrey Thomas
of "Belmont", 28, Pennie St., Yarnston, Swansea,

the Secretary thereof, do solemnly and sincerely declare that the particulars contained in the Memorandum of Satisfaction endorsed hereon are true to the best of our knowledge, information and belief.

And we make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at Glabet

Swansea
City of Swansea

the 16 day of November

One thousand nine hundred and seventy
one

Before me,

[Signature]
A Commissioner for Oaths. (a)

(a) Or Notary Public or Justice of the Peace.

Form No. 49

(No Revenue Stamp Duty chargeable)

The Solicitors' Law Stationery Society, Limited,

191-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff CF1 4EA; 19 & 21
John Dalton Street, Manchester, 2; 14-22 Renfrew Court, Glasgow, C.2

APOL TINDALL COMPANY

London, E.C.3.



Please do not
write in this
binding margin

The Companies Act 1948 to 1981

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M1110/29 APR/LN



For official use

M 1 4 3

Company number

193946



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

Name of Company

AFON TINPLATE COMPANY LIMITED ✓

Date and description of the instrument creating or evidencing the mortgage or charge

Legal Mortgage dated 24 April 1985

Amount due or owing on the mortgage or charge

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank PLC

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

National Westminster Bank PLC ✓

41 Lothbury

London EC2P 1UE

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

National Westminster Bank PLC
Securities Section
King's Cross House
200 Pentonville Road
London N1 9HL

Presenter's Reference
and/or telephone number

55-61-20

01-278 4477

Time critical reference

For official use

Mortgage section

REGISTERED

29 APR 1985

Post room



Short particulars of all the property mortgaged or charged

The property hereinafter described ('the property') and the proceeds of sale thereof together with a floating charge over all moveable plant machinery implements utensils furniture and equipment at any time placed upon or used in or about the property viz:

Leasehold property known as land situate at Bryr Tywod near Llangyfelach West Glamorgan adjacent to the factory and offices known as the Afton Works more particularly described in a Supplemental Lease dated 30 April 1974 and made between J.M.D. Venables-Llewellyn & Others (1) and Afon Tinplate Company Limited (2)

Please do not write in this binding margin

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

Particulars as to commission, allowance or discount

Nil

per pro
National Westminster Bank PLC
King's Cross House
200 Pentonville Road, London N1 9HL

Please see notes below.

29 APR 1985

Signed

Date

Designation of position in relation to the company

Managing Director

Notes

- (a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debentures', etc, as the case may be, should be given.
- (b) The rate of interest payable under the terms of the Debentures should not be entered.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a mortgage or charge dated the 24th April 1985
and created by AFON TINPLATE COMPANY LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to National Westminster Bank PLC

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on the
29th April 1985

Given under my hand at the Companies Registration Office,
Cardiff the 16 MAY 1985

No. 193946

NATIONAL WESTMINSTER BANK LTD.
KINGS CROSS HOUSE
200 PENTONVILLE ROAD
LONDON N1 9HL

R. M. Groves

R. M. GROVES

an authorised officer

Certificate and instrument received by

20 MAY 1985

Date

M

Please do not
write in
this margin.

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

COMPANIES FORM No. 395
Particulars of a charge

395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

m302c

For official use

Company number

[] [] [] [] [] []

193946

Name of company

AFON TINPLATE COMPANY

Limited

Date of creation of the charge

18th September 1991

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

Legal Charge

Amount secured by the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing due from the Company to the Bank upon any account and in any manner whatsoever.

692

Short particulars of all the property mortgaged or charged

Afon Works, Velindre, Swansea, West Glamorgan.

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

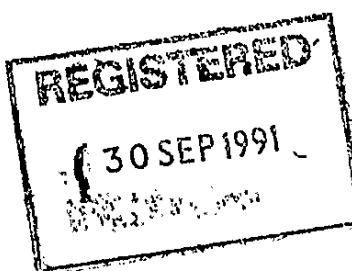
BARCLAYS BANK PLC
54 LOMBARD STREET
LONDON EC3P 3AH

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

COMPANY AND CREDIT
INFORMATION SERVICES
BARCLAYS BANK PLC
P.O. BOX NO. 120, LONGWOOD CLOSE
WESTWOOD BUSINESS PARK
COVENTRY CV4 8JN

Time critical reference

For official use
Mortgage section



Post room



1 OCT 1991

Particulars as to commission, allowance or discount

Please do not
write in this
margin



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

FOR BARCLAYS BANK PLC

Signed

Date

26 SEP 1997

MANAGER

Designation of position in relation to the company: COMPANY AND CREDIT INFORMATION SERVICES

FILE COPY



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

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

I hereby certify that a mortgage or charge dated the 18th SEPTEMBER 1991
and created by AFON TINPLATE COMPANY LIMITED

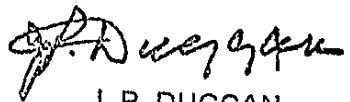
for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to BARCLAYS BANK PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 30th SEPTEMBER 1991

Given under my hand at the Companies Registration Office,
Cardiff the 4th OCTOBER 1991

No. 193946


J. P. DUGGAN
an authorised officer

C.69a

M

Please do not
write in
this margin

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

COMPANIES FORM No. 395 Particulars of a charge

395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

m303c

For official use Company number

For official use

193946

Name of company

AFON TINPLATE COMPANY

Limited

Date of creation of the charge

18th September 1991

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

DEBENTURE

Amount secured by the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing due from the Company to the Bank upon any account and in any manner whatsoever.

69a

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

BARCLAYS BANK PLC
54 LOMBARD STREET
LONDON EC3P 3AH

Short particulars of all the property mortgaged or charged

SEE OVERLEAF

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

COMPANY AND CREDIT
INFORMATION SERVICES
BARCLAYS BANK PLC
P.O. BOX 120
LONGWOOD CLOSE
COVENTRY CV4 6JN

Time critical reference

For official use
Mortgage section

Post room



137 OCT 1991

Short particulars of all the property mortgaged or charged (continued)

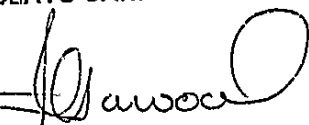
- (a) by way of legal mortgage all the freehold and leasehold property of the Company the title to which is registered at H.M. Land Registry together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon;
- (b) by way of legal mortgage all other freehold and leasehold property of the Company now vested in it (whether or not registered at H.M. Land Registry) together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon;
- (c) by way of first fixed charge all future freehold and leasehold property of the Company together with all buildings fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and all the goodwill and uncalled capital for the time being of the Company;
- (d) by way of first fixed charge all book debts and other debts now and from time to time due or owing to the Company (during the continuance of this security the Company shall pay into the Company's account with the Bank all moneys which it may receive in respect of the book debts and other debts hereby charged and shall not without the prior consent of the Bank in writing purport to charge or assign the same in favour of any other person and shall if called upon to do so by the Bank execute a legal assignment of such book debts and other debts to the Bank);
- (e) by way of a first floating charge all other the undertaking and assets of the Company whatsoever and wheresoever both present and future but so that the Company is not to be at liberty to create any mortgage or charge upon and so that no lien shall in any case or in any manner arise on or affect any part of the said premises either in priority to or *pari passu* with the charge hereby created and further that the Company shall have no power without the consent of the Bank to part with or dispose of any part of such premises except by way of sale in the ordinary course of its business.

Please do not write in this margin

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

Particulars as to commission, allowance or discount

FOR BARCLAYS BANK PLC

Signed 

Date

26 SEP 1991

Designation of position in relation to the company: MANAGER COMPANY AND CREDIT INFORMATION SERVICES

FILE COPY



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

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

I hereby certify that a mortgage or charge dated the 18th SEPTEMBER 1991
and created by AFON TINPLATE COMPANY LIMITED

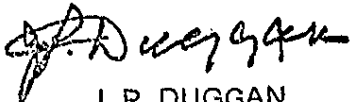
for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to BARCLAYS BANK PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 30th SEPTEMBER 1991

Given under my hand at the Companies Registration Office,
Cardiff the 4th OCTOBER 1991

No. 193946


J. P. DUGGAN
an authorised officer

C.69a