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COMPANIES FORM NO. 395

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

Please do not
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Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number

T T T
2
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313835

Name of company

* Cannon Rubber Limited

*insert full name
of company

Date of creation of the charge

4th day of August 19 97

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

Fixed Charge on Book Debts and Other Debts

Amount secured by the mortgage or charge

All the Company's liabilities to The Royal Bank of Scotland plc (the 'Bank') of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses.

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

The Royal Bank of Scotland plc

36 St Andrew Square

Edinburgh

Postcode

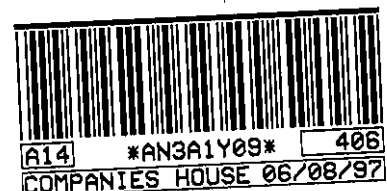
EH2 2YB

Presentor's name address and
reference (if any):
Our Ref: 2543/CCD/AJ

The Royal Bank of Scotland plc
Corporate Credit Documentation
PO Box 412 62/63 Threadneedle Street
London EC2R 8LA

Time critical reference

For official Use
Mortgage Section



Short particulars of all the property mortgaged or charged

By way of fixed charge:-

- 1 all book debts and other debts of the Company present and future and the proceeds of payment or realisation of each of them until the receipt of the proceeds from time to time into an account in accordance with Note (b) below (the 'Book Debts');
- 2 all funds standing to the credit of the Company from time to time on any account with the Bank or any other bank or financial institution or organisation including all receipts from time to time paid into an account in accordance with Note (b) below.

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bold block lettering

Note:- The Charge contains covenants by the Company with the Bank:-

- (a) Not without the previous written consent of the Bank to create or permit to arise any mortgage charge or lien on the charged property.
- (b) To pay into the Company's account with the Bank (or such other account as the Bank may specify from time to time) all money which the Company may receive in respect of the Book Debts and not to deal with the Book Debts otherwise than by collecting the same in the ordinary course of the Company's business and in particular not to realise the Book Debts by means of block discounting, factoring or the like.

Particulars as to commission allowance or discount (note 3)

For The Royal Bank of Scotland plc

Signed

Date

5th August 1997

Duly Authorised Official

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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00313835

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIXED CHARGE ON BOOK DEBTS AND OTHER DEBTS DATED THE 4th AUGUST 1997 AND CREATED BY CANNON RUBBER LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 6th AUGUST 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th AUGUST 1997.

A handwritten signature in cursive script, reading "R. N. Owens".

RICHARD NEIL OWENS
for the Registrar of Companies

A handwritten signature in cursive script, located in the bottom left corner of the page.



C O M P A N I E S H O U S E