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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

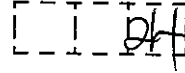
Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf—Note 5)

For official use

Company number



319964

Name of company

TUFFNELLS PARCELS EXPRESS LIMITED* insert full name
of company

Date of creation of the charge

19th December 1995

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

COLLATERAL DEBENTURE

Amount secured by the charge

**ALL moneys and liabilities now or at any time or times hereafter due or owing or incurred by
The Big Green Parcel Machine Limited to the chargee in any manner whatever.**

60044

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

3i Group plc whose registered office is at
91 Waterloo Road

London

Postcode

SE1 8XP

Presentor's name address and
reference (if any):Booth & Co.
Sovereign House
South Parade
Leeds LS1 1HQ
(Reference: RLF/11678/494)

Time critical reference

For Official Use
Mortgage Section

Post Room



Short particulars of all the property charged

Please do not
write in
this margin

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

1. FIXED CHARGES upon:-

- a) ALL other freehold and leasehold property of the company both present and future together with all buildings and fixtures (including trade fixtures) and fixed plant and machinery from time to time thereon and therein;
- b) THE goodwill and the uncalled capital of the company both present and future;
- c) THE book debts and other debts due or owing to the company both present and future.

2. FLOATING CHARGES upon:-

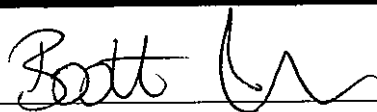
- a) THE stock-in-trade work-in-progress pre-payments investments quoted on a recognised stock exchange and cash of the company both present and future;
- b) ALL other the undertaking and all other property and assets of the company both present and future;
- c) ANY property and assets of the company both present and future not charged by way of fixed charge.

NOTE: The company shall not be entitled to create any mortgage or charge upon and no lien shall in any case or in any manner arise on or affect any part of the property or assets charged by the collateral debenture except as specified in writing by the chargee.

Particulars as to commission allowance or discount (note 3)

None

Signed



Date 21st December 1995

On behalf of ~~[company]~~ [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 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00319964

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A COLLATERAL DEBENTURE DATED THE 19th DECEMBER 1995 AND CREATED BY TUFFNELLS PARCELS EXPRESS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE BIG GREEN PARCEL MACHINE LIMITED TO 3i GROUP PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd DECEMBER 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd JANUARY 1996.

Jennifer V Tonks
JENNIFER V TONKS

for the Registrar of Companies

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

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