COMPANIES FORM NO. 395

Particulars of a mortgage or charge



Please do not write in this binding margi

Pursuant to section 395 Companies Act 1985

binding margin				
	To the Registrar of Companies	For official use	Company Number	
Please complete legibly, preferably in black type, or bold block lettering *insert full name of company			1664145	
	Name of Company			
	*FOREST TRAFFIC SIGNALS LIMITED			
	Date of creation of the charge			
	18 JUNE 1998			
	Description of the instrument (if a	ny) creating or evidencing the c	harge	
	Mortgage Debenture			
	Amount secured by the mortgage or charge			
	All liabilities of the Company present and future actual and/or contingent to National Westminster Bank Plc			
	Names and addresses of the mort	gagees or persons entitled to th	ne charge	
	National Westminster Bank Plc			
	41 Lothbury			

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

London

NatWest UK, Retail Banking Services Credit Management

Litigation, Technical & Securities King's Cross House 200 Pentonville Road London N19HL

Presentor's Reference and/or telephone number

WA-LE-SC 0171-239 8205

Time critical reference

For official use Mortgage Section

Post room

Postcode



EC2P 2BP

KLO *K1JG27JC* 2224 COMPANIES HOUSE 02/07/98

Short particulars of all the property mortgaged or charged

- (a) A specific equitable charge over the Company's estate or interest in all freehold or leasehold properties for the time being belonging to or charged to the Company other than the property hereinafter described and the proceeds of sale thereof.
- (b) A specific charge over all plant machinery vehicles computers and office and other equipment both present and future (excluding all stock in trade) and the full benefit of all warranties and maintenance contracts for any of the same.
- (c) A specific charge over all stocks shares and other securities either in or issued by any subsidiary companies or any other company and all dividends and other rights in relation thereto.
- (d) A specific charge over all Book and other Debts for the time being but so that the Company shall pay into the Company's account with the Bank all moneys which it may receive in in respect of such debts and shall not without the prior consent in writing of the Bank sell factor discount or otherwise charge or assign the same in favour of any other person or purport to do so and the Company shall if called upon so to do by the Bank from time to time execute legal assignments of such book debts and other debts to the Bank.
- (e) A specific charge over its goodwill and the benefit of any licences and all patents patent applications inventions trade-marks trade names registred designs copyrights know-how and any other intellectual property rights.
- (f) A floating charge over the undertaking and all other property and assets present and future but so that the Company shall not without the Bank's consent create any mortgage or charge ranking in priority to or pari passu with this charge.

Particulars as to commission allowance or discount	
Nif	
Per pro Natwest UK, Retail Banking Services Credit Management Litigation, Technical & Securities King's Cross House	Please see notes below.
200 Pentonville Road, London N1 9HL Signed	-2 JUL 1999 Date
On behalf of mortgagee Authorised Signatory	

Notes

- (a) A description of the instrument, eg 'Trust Deed', 'Mortgage', 'Debenture', 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.

Please do not write in this margin



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. 01664145

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DEBENTURE DATED THE 18th JUNE 1998 AND CREATED BY FOREST TRAFFIC SIGNALS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd JULY 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6th JULY 1998.

for the Registrar of Companies

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