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COMPANIES FORM No. 395

395

Particulars of a mortgage or charge

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

M 320 C BR.

M 144 C BR. BLV.

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

To the Registrar of Companies

For official use Company number

*IC

2342183

Name of company

*Insert full name
of company

* ADAMAS INDUSTRIES PLC (the "Company")

Date of creation of the charge

18th October, 1989

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

Account Charge dated 18th October, 1989 executed by the Company in favour of the Bank
hereinafter described.

Amount secured by the mortgage or charge

All liabilities of the Bank under or in respect of a Guarantee Facility Agreement dated
18th October, 1989 between the Bank and the Company (whether in respect of principal,
interest, fees, taxes, costs, expenses or indemnities and whether present or future or
actual or contingent)

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£ ... the Company -
T. a Facility Agreement
of even date.

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

Gotabanken (the "Bank")

Gota House, 70-74 Cannon Street
London

Postcode

EC4N 6AE

Presentor's name, address and
reference (if any):Watson, Farley & Williams
Minories House
2-5 Minories
London EC3N 1BJ
Ref: NDC/DK/9257E

Time critical reference

For official use
Mortgage section

REGISTERED

20 OCT 1989

Post room



Short particulars of all the property mortgaged or charged

All moneys from time to time credited to an account of the Company with the Bank at its London Branch and designated "Adamas Industries Cash Collateral Account (Account Number 302 87002), or any other account, whether at the Bank or any other person, from time to time selected by the Company and notified to the Bank together with all interest from time to time accrued thereon (in each case together with the debts registered thereby), the Cash Collateral Account and all other assets of the Bank assigned or charged pursuant to this Charge.

Please do not
write in
this margin

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in black type or
bold block
lettering

Particulars as to commission allowance or discount (note 3)

Signed Watson Farley & Williams Date 25.10.89
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

I hereby certify that a mortgage or charge dated the 18th OCTOBER 1989
and created by ADAMAS INDUSTRIES PLC

for securing all moneys due or to become due from the Company to
GOTABANKEN under the terms of A FACILITY AGREEMENT OF EVEN DATE

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 20th OCTOBER 1989

Given under my hand at the Companies Registration Office,
Cardiff the 3rd NOVEMBER 1989

No. 2342183

A handwritten signature in cursive script, appearing to read 'M. M. Williams'.

M. M. WILLIAMS

an authorised officer

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