



CHFP021

COMPANIES FORM No. 169

Return by a company purchasing
its own shares

169

Please do not
write in
this margin

Pursuant to section 169 of the Companies Act 1985

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

For official use

Company number

2492970

Name of company

* insert full name
of company* **ENGINEERING CONTROL SUPPLIES LIMITED****Note**This return must be
delivered to the
Registrar within a
period of 28 days
beginning with the
first date on which
shares to which it
relates were delivered
to the companyShares were purchased by the company under section 162 of the above Act as
follows:

Class of shares	ORDINARY	PREFERENCE	
Number of shares purchased	20	10	
Nominal value of each share	£1.00	£1.00	
Date(s) on which the shares were delivered to the company	6/2/04	6/2/04	
Maximum prices paid \$ for each share			
Minimum prices paid \$ for each share			

§ A private company
is not required to
give this informationThe aggregate amount paid by the company for the shares
to which this return relates was:

£ 50,000.00

Stamp duty payable on the aggregate amount at the rate
of 1/2% rounded up to the nearest multiple of £5

£ 250.00

‡ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation ‡

Date

06.02.04

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

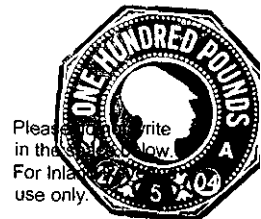
For official Use

General Section

Post room

A08
COMPANIES HOUSE

AC5BTUMC

0279
02/06/04

1. Before this form is delivered to Companies House it must be "stamped" by an Inland Revenue Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid. Inland Revenue Stamp Offices are located at:

Birmingham Stamp Office
5th Floor
Norfolk House
Smallbrook Queensway
Birmingham B5 4LA

Bristol Stamp Office
First Floor
The Pithay
All Saints Street
Bristol BS1 2NY

Manchester Stamp Office
Upper 5th Floor
Royal Exchange
Exchange Street
Manchester M2 7EB

DX: 15001 Birmingham 1
Tel: 0121 633 3313

DX: 7899 Bristol 1
Tel: 0117 927 2022

DX: 14430 Manchester 2
Tel: 0161 834 8020

Newcastle Stamp Office
4th Floor, Weardale House
Washington
Tyne & Wear
NE37 1LW

Edinburgh Stamp Office [DX mail for
Grayfield House *Edinburgh should*
Spur X *be marked with a*
5 Bankhead Avenue *blue cross on the*
Edinburgh EH11 4AE *envelope]*

DX: 61021 Newcastle Upon Tyne
Tel: 0191 261 1199

DX: ED 543303 Edinburgh 33
Tel: 0131 442 3161

London Stamp Office
(*Personal callers only*)
Ground Floor
South West Wing
Bush House
Strand
London WC2B 4QN

Worthing Stamp Office
(*Postal applications only*)
Room 35
East Block
Barrington Road
Worthing BN12 4XJ

Tel: 020 7 438 7252/7452

DX: 3799 Worthing 1
Tel: 01903 508962

Cheques for Stamp Duty must be made payable to "Inland Revenue - Stamp Duties" and crossed "Not Transferable".

NOTE. This form must be presented to an Inland Revenue Stamp Office for stamping together with the payment of duty within 30 days of the allotment of shares, otherwise Inland Revenue penalties may be incurred.

2. After this form has been "stamped" and returned to you by the Inland Revenue it must be sent to:

For companies registered in:

England or Wales:

The Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

DX: 33050 Cardiff

Scotland:

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh EH1 2EB

DX: 235 Edinburgh

Dated:

6th February

2004

NIGEL JOHN STIMPSON (1)

and

ENGINEERING CONTROL SUPPLIES LIMITED (2)

**Agreement for the
Purchase of Own Shares**

**BATTENS
Mansion House
Princes Street
Yeovil
Somerset
BA20 1EP
Ref: CC/KEE/2E0018/001**

THIS AGREEMENT is made this 6th day of February 2004
BETWEEN:-

- (1) **NIGEL JOHN STIMPSON** of 11 Woodlands Gardens, Weymouth, Dorset, DT4 9XQ ("**NJS**")
- (2) **ENGINEERING CONTROL SUPPLIES LIMITED** (Company Number 2492970) whose registered office is situate at Unit A2, Roman Hill Trading Estate, Broadmayne, Dorchester, Dorset DT2 8LY ("**the Company**")

WHEREAS:-

- A. The Company was incorporated on 18th April 1990 under the Companies Act 1985 and has at the date hereof an authorised share capital of £10,100.00 divided into 10,100 shares of £1.00 each of which 308 are in issue and fully paid
- B. NJS is the beneficial owner of 20 ordinary shares of £1.00 each and 10 preferences shares of £1.00 each in the capital of the Company ("**the NJS Shares**")
- C. This agreement is made by the Company pursuant to Part V of the Companies Act 1985 and the Company's Articles of Association
- D. The Company is authorised to purchase its own shares by Article 7 of its Articles of Association. The terms of this agreement were authorised for the purposes of Section 164 of the Companies Act 1985 by Written Resolution of the Company passed on 6th February 2004

NOW IT IS HEREBY AGREED AS FOLLOWS:-

- 1 NJS shall sell with full title guarantee and free from all charges liens encumbrances and claims and the Company shall purchase the NJS Shares
- 2 The total consideration payable by the Company for the NJS Shares shall be £50,000.00 ("**the Purchase Price**") which shall be payable in cash as to:-
 - 2.1 £25,000.00 upon completion of this Agreement in accordance with Clause 3 below
 - 2.2 £15,000.00 on or before the expiry of six months of the date of this Agreement

2.3 £10,000.00 on or before the first anniversary of the date of this Agreement (together "the Instalments")

3 Completion shall take place on 6th February 2004 whereupon:

3.1 NJS shall deliver to the Company for cancellation the share certificate in respect of the NJS Shares (or in the case of lost certificates such indemnity as the Company may reasonably require); and

3.2 the Company shall deliver to NJS in cleared funds the sum of £25,000.00 pursuant to clause 2.1 above

4 In consideration of payment to him of the Instalments, NJS hereby covenants with the Company that he will keep confidential all information directly or indirectly relating to the Company and its officers gained whilst NJS was a shareholder in and a director of the Company

5 Time shall be of the essence of this agreement

6 This agreement shall be governed by English law

IN WITNESS WHEREOF the parties have signed this agreement the day and year first before written

Signed by
NIGEL JOHN STIMPSON

Signed by
ROY JONES
for and on behalf of **ENGINEERING CONTROL SUPPLIES LIMITED**