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Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985
(Address overleaf - Note 5)

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

4

2801677

Name of company

* CITY SPECIAL WASTE LIMITED

Date of creation of the charge

8 OCTOBER 1997

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

DEBENTURE

Amount secured by mortgage or charge

All monies, obligations and liabilities whether principal interest or otherwise which may now or at any time in the future be due owing, or incurred by the Company to Thistle Pipelines Limited whether present or future, actual or contingent and whether alone, severally or jointly as principal guarantor surety or otherwise and in whatever name or style and whether on any current or other account or in any other manner whatsoever and including but without limitation all expenses, costs or charges incurred by Thistle Pipelines Limited in relation to this Debenture,

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

THISTLE PIPELINES LIMITED

249 WEST GEORGE STREET

GLASGOW, STRATHCLYDE

Postcode

G2 4RB

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

EVERSHEDS
FITZALAN HOUSE
FITZALAN ROAD
CARDIFF
CF2 1XZ
REF: 1/AXW/RLS/

For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

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

1. All that freehold property known as 11 Martin Road, Tremorfa Industrial Estate, Cardiff together with all buildings, trade and other fixtures, fixed plant and machinery of the Company from time to time thereon;

2. All that freehold property known as 27 Colne Street, Newport registered at H M Land Registry with Title Number: WA294521 together with all buildings, trade and other fixtures, fixed plant and machinery of the Company from time to time;

3. By way of fixed charge:-

3.1 all other freehold leasehold and other immovable property now or in the future belonging to the Company together with all buildings, trade and other fixtures, fixed plant and machinery of the Company from time to time thereon;

3.2 all plant and machinery now or in the future belonging to the Company other than fixed plant and machinery;

3.3 all book debts and other debts now or in the future due or owing to the Company;

Particulars as to commission allowance or discount (note 3)

Signed E. Welsh

Date 14/10/97

On behalf of [company] [mortgagee/chargee] †

NOTES

† delete as
appropriate

- 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, PO BOX 716, Crown Way, Maindy, Cardiff CF4 3YA

Companies House Approval No.
CHA113

Please do not
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binding margin

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)
Particulars of a mortgage or charge
(continued)

Continuation sheet No 1
to Form No 395 and 410 (Scot)

Company number

2801677

Please complete
legibly, preferably
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bold black lettering

Name of company

CITY SPECIAL WASTE LIMITED

Limited *

* delete if
inappropriate

Description of the instrument relating or evidencing the mortgage or charge (continued) (note 2)

Short particulars of all the property mortgaged or charged (Continued)

Please do not
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binding margin

Please complete
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bold block lettering

3.4 all stocks, shares and other securities now or in the future belonging to the Company together with all dividends and other rights deriving therefrom;

3.5 the goodwill of the Company and its uncalled capital for the time being;

3.6 all patents, trade marks, service marks, designs and other intellectual property rights, choses in action and claims and all fees, royalties and other rights of every kind deriving therefrom now or in the future belonging to the;

4. by way of floating charge the whole of the Company's undertaking and all its property and assets whatsoever and wheresoever present and future other than the property and assets from time to time effectively charged to Thistle Pipelines Limited by way of legal mortgage or fixed charge by the Debenture;

5. the Company shall not without the prior written consent of Thistle Pipelines Limited:-

5.1 create or permit to subsist any mortgage, charge, pledge, hypothecation, lien (other than a lien arising by operation of law) or other security interest on any of its assets other than this Debenture;

5.2 sell, transfer, lease, lend or otherwise dispose of the whole or any part of its undertaking or (save in the normal course of trading at not less than market value) of its assets or enter into any arrangement or grant any option for any such sale, transfer, lease, loan or other disposal;

5.3 part with possession of any freehold or leasehold property, grant or agree to grant any option or any licence tenancy or other right of occupation to any person or exercise the powers of leasing or agreeing to lease or of accepting or agreeing to accept surrenders conferred by sections 99 and 100 of the Law of Property Act 1925, provided that such restrictions shall not be construed as a limitation on the powers of any receiver appointed under this Debenture and being an agent of the Company and Thistle Pipelines Limited may grant or accept surrenders of leases without restriction; and

5.4 pull down or remove or re-develop or make any material alteration to the whole or any part of the buildings or sever, unfix or remove any fixtures or remove any plant or machinery belonging to or in use by the Company except for the purpose of effecting repairs or replacing the same.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02801677

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 8th OCTOBER 1997 AND CREATED BY CITY SPECIAL WASTE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THISTLE PIPELINES LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 15th OCTOBER 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16th OCTOBER 1997.

A handwritten signature in dark ink, appearing to read 'A. J. Wakeham'.

A. J. WAKEHAM

for the Registrar of Companies



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

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16/10
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