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CHFP025

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

*insert full name
of Company

COMPANIES FORM No. 395**Particulars of a mortgage or charge**

A fee of £13 is payable to Companies House in respect
of each register entry for a mortgage or charge.

395

Pursuant to section 395 of the Companies Act 1985

0380593/13

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number

[013]

2887505

Name of company

✓ CTS (No 3) LIMITED (FORMERLY SKILLS GROUP LIMITED)

Date of creation of the charge

✓ 18 July 2005

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

02
LEGAL CHARGE

Amount secured by the mortgage or charge

04
10
The Customer's Indebtedness means all monies, obligations and liabilities which shall for the time being (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to The Co-operative Bank plc ("the Bank") by CTS (No 3) Limited ("the Customer") whether actually or contingently, and whether solely or jointly with any other person, and whether as principal or surety, and whether or not the Bank shall have been an original party to the relevant transaction, including interest discount commission or other lawful charges and expenses which the Bank may, in the course of its business, charge in respect of any of the matters aforesaid or for keeping the Customer's account(s), (and also including the costs, charges and expenses referred to in Clause 10 of the Legal Charge) and so that interest shall be computed and compounded according to the usual mode of the Bank as well after as before any demand or judgment or the insolvency of the Customer

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

05
The Co-operative Bank plc whose address for service is The Co-operative Bank plc, Securities Centre, 53 - 57 Blandford Square, Newcastle upon Tyne

Postcode NE99 1AN

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

Dickinson Dees

St Ann's Wharf

112 Quayside

Newcastle upon Tyne

NE99 1SB

DJF/SC/CHA/244/1

Time critical reference

For official Use (02/00)

Mortgage Section

Post room



ADD
COMPANIES HOUSE

AT11S750

0443
21/07/05

Short particulars of all the property mortgaged or charged

- (1) Land at Deakins Business Park, Egerton forming part of the land transferred by way of a transfer dated 18 July 2005 and made between (1) Charles Topham and Sons Limited (2) CTS (No 3) Limited
- (2) A Floating Charge over all unfixed plant, machinery and other assets and equipment in or about the Property
- (3) Assignment of (1) the goodwill of the business carried on at the Property (2) the benefit of the Licence or Certificate as defined in the Legal Charge and (3) the right to recover and receive any compensation payable in respect of the Licence or Certificate

The Legal Charge prohibits the creation of any other mortgage charge on the Property or the other charged assets without the mortgagees prior consent in writing.

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

T
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Particulars as to commission allowance or discount (note 3)

Signed Dickinson Dees ✓

Date 19/7/05 ✓

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

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.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02887505

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 18th JULY 2005 AND CREATED BY CTS (NO.3) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CO-OPERATIVE BANK PLC ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 21st JULY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th JULY 2005.

Pmm



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES