

M

Please do not
write in
this margin

CHA 116

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

395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

[] [] [] []

3005145

Name of company

* MB 14 LIMITED ("THE COMPANY")

Date of creation of the charge

28 FEBRUARY 1995

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

GUARANTEE AND DEBENTURE

Amount secured by the mortgage or charge

ALL MONEYS AND LIABILITIES FOR THE TIME BEING DUE OWING OR INCURRED BY THE COMPANY TO BARCLAYS BANK PLC AND BY THE OTHER COMPANIES NAMED IN THE FIRST SCHEDULE TO THE GUARANTEE AND DEBENTURE TO BARCLAYS BANK PLC EXCEPT ANY MONEYS OR LIABILITIES DUE OWING OR INCURRED BY SUCH OTHER COMPANIES AS GUARANTOR FOR THE COMPANY IN EITHER CASE WHETHER ACTUALLY OR CONTINGENTLY AND WHETHER SOLELY OR JOINTLY WITH ANY OTHER PERSON AND WHETHER AS PRINCIPAL OR SURETY INCLUDING INTEREST 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 ACCOUNTS OF THE COMPANY AND THE OTHER COMPANIES NAMED IN THE FIRST SCHEDULE TO THE GUARANTEE AND DEBENTURE

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

BARCLAYS BANK PLC

54 LOMBARD STREET LONDON

Postcode

EC3P 3AH

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

MORGAN BRUCE SOLICITORS
PRINCESS HOUSE
PRINCESS WAY
SWANSEA
REF. JRM/LJ/T397-19

Time critical reference

For official use

Mortgage Section

REGISTERED

2 MAR 1995

Post room



Short particulars of all the property mortgaged or charged

- a) BY WAY OF LEGAL MORTGAGE ALL THE FREEHOLD AND LEASEHOLD PROPERTY OF THE COMPANY SET OUT IN THE THIRD SCHEDULE TO THE GUARANTEE AND DEBENTURE TOGETHER WITH ALL BUILDINGS FIXTURES (INCLUDING TRADE FIXTURES) AND FIXED PLANT AND MACHINERY FROM TIME TO TIME THEREON
- b) BY WAY OF LEGAL MORTGAGE ALL OTHER FREEHOLD AND LEASEHOLD PROPERTY OF THE COMPANY NOW VESTED IN IT (WHETHER OR NOT REGISTERED AT HIM LAND REGISTRY) TOGETHER WITH ALL BUILDINGS FIXTURES (INCLUDING TRADE FIXTURES) AND FIXED PLANT AND MACHINERY FROM TIME TO TIME THEREON
- c) BY WAY OF FIRST FIXED CHARGE ALL FUTURE FREEHOLD AND LEASEHOLD PROPERTY OF THE COMPANY TOGETHER WITH ALL BUILDINGS FIXTURES (INCLUDING TRADE FIXTURES) AND FIXED PLANT AND MACHINERY FROM TIME TO TIME THEREON AND ALL THE GOODWILL AND UNCALLED CAPITAL FOR THE TIME BEING OF THE COMPANY.
- d) BY WAY OF FIRST FIXED CHARGE ALL BANK DEBTS AND OTHER DEBTS NOW AND FROM TIME TO TIME DUE OR OWING TO THE COMPANY
- e) BY WAY OF FIRST FLOATING CHARGE ALL THE OTHER UNDERTAKING AND ASSETS OF THE COMPANY WHATEVER AND WHERESOEVER BOTH PRESENT AND FUTURE BUT SO THAT THE COMPANY IS NOT TO BE AT LIBERTY TO CREATE ANY MORTGAGE OR CHARGE UPON AND SO THAT NO LIE SHALL IN ANY CASE OR IN ANY MANNER ARISE OR AFFECT ANY PART OF THE SAID PREMISES EITHER IN PRIORITY TO OR *PARI PASSU* WITH THE CHARGE HEREBY CREATED AND FURTHER THAT THE COMPANY SHALL HAVE NO POWER WITHOUT THE CONSENT OF THE BANK TO PART WITH OR DISPOSE OF ANY PART OF SUCH PREMISES EXCEPT BY WAY OF SALE IN THE ORDINARY COURSE OF BUSINESS

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

Signed

Morgan Bruce

Date

1/3/1995

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

† 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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03005145

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A GUARANTEE AND DEBENTURE DATED THE 28th FEBRUARY 1995 AND CREATED BY MB14 LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR TAYLOR TILES HOLDINGS LIMITED TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd MARCH 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd MARCH 1995.

[Handwritten signature]
10/3/95

for the Registrar of Companies

post
3/3
8



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

HC026B