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COMPANIES FORM No. 155(6)a

Declaration in relation to assistance for the acquisition of shares

155(6)a

Pursuant to section 155(6) of the Companies Act 1985

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

Note
Please read the notes on page 3 before completing this form.

* insert full name of company

ø insert name(s) and address(es) of all the directors

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number 3454018

Name of company

* West Country Crane Hire Limited

X/We ø Brian Metters and Donna Metters both of The Templars 10 Charles Hankin Close Ivybridge Devon PL21 0NF

† delete as appropriate

§ delete whichever is inappropriate

[all the directors] † of the above company do solemnly and sincerely declare that:

The business of the company is:

§

§

(c) something other than the above §

The company is proposing to give financial assistance in connection with the acquisition of shares in the [company]

The assistance is for the purpose of [that acquisition] †

The number and class of the shares acquired or to be acquired is: 10,000 Ordinary shares 46 "A" Ordinary shares and 1 "B" Ordinary share all of £1 each

Presentor's name address and reference (if any) :
Foot Anstey
21 Derry's Cross
PLYMOUTH
PL1 2SW

DX: 118102 PLYMOUTH 2
rjs/81880/1

For official Use
General Section

Post room

A31 *AFGEP5LY* 0561
COMPANIES HOUSE 26/05/05

The assistance is to be given to: (note 2) West Country Crane Hire Holdings Limited (Company No 05396319) ("the Purchaser")

Please do not write in this margin

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

The assistance will take the form of:

1.The provision of an unlimited cross guarantee ("the Guarantee") by the Company in favour of the Governor and Company of the Bank of Scotland ("the Bank") securing all the liabilities and obligations of the Purchaser to the Bank from time to time such liabilities including moneys borrowed from the Bank for the purpose of enabling the Purchaser to acquire the above mentioned shares in the Company.
2.The provision of security from time to time by the Company in favour of the Bank to secure the liabilities of the Company to the Bank (including pursuant to the Guarantee) such security presently to include a debenture ("the Debenture")comprising fixed and floating charges over all the Company's undertaking and assets and the assignment of certain policies of assurance on the lives of Brian Metters and Donna Metters.
3.The repayment of the sum of £128,390("the Loan") due to Mr David Kitson.
4.The payment of bank and professional fees ("the Fees")in connection with the acquisition of shares in the Company and sums borrowed for the purpose such fees not exceeding £75,000 plus any applicable value added tax.

The person who [will acquire] † the shares is:

† delete as appropriate

West Country Crane Hire Holdings Limited (Company No 05396319)

The principal terms on which the assistance will be given are:

1.The Guarantee, and through the Guarantee the Debenture and other security mentioned above, will secure all moneys and liabilities owing to the Bank by the Purcahser from time to time including sums borrowed from the Bank and used by the Purchaser to acquire the above mentioned shares in the Company.
2.The Loan and the Fees will be repaid or paid, as the case may be, on or after the completion of the acquisition of the above mentioned shares in the Company

The amount of cash to be transferred to the person assisted is £ nil

The value of any asset to be transferred to the person assisted is £ nil

The date on which the assistance is to be given is on or before 31 May 2005

Please do not write in this margin

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

delete either (a) or (b) as appropriate

X/We have formed the opinion, as regards the company's initial situation immediately following the date on which the assistance is proposed to be given, that there will be no ground on which it could then be found to be unable to pay its debts. (note 3)

(a) X/We have formed the opinion that the company will be able to pay its debts as they fall due during the year immediately following that date]* (note 3)

(b) ~~X/We have formed the opinion that the company will be able to pay its debts in the ordinary course of business during the period of twelve months immediately following the date on which the assistance is proposed to be given]*~~ (note 3)

And X/we make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at 25 LOCKYER STREET PLYMOUTH

Declarants to sign below

Day	Month	Year
12	05	2015

on

before me P.J. Oke

~~A Commissioner for Oaths or Notary Public or Justice of the Peace or~~ a Solicitor having the powers conferred on a Commissioner for Oaths.

NOTES

1 For the meaning of "a person incurring a liability" and "reducing or discharging a liability" see section 152(3) of the Companies Act 1985.

2 Insert full name(s) and address(es) of the person(s) to whom assistance is to be given; if a recipient is a company the registered office address should be shown.

3 Contingent and prospective liabilities of the company are to be taken into account - see section 156(3) of the Companies Act 1985.

4 The auditors report required by section 156(4) of the Companies Act 1985 must be annexed to this form.

5 The address for companies registered in England and Wales or Wales is:-

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

or, for companies registered in Scotland:-

The Registrar of Companies
37 Castle Terrace
Edinburgh
EH1 2EB

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MARK HOLT & CO

CHARTERED ACCOUNTANTS
& BUSINESS ADVISORS
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WEB: www.markholt.co.uk
EMAIL: mail@markholt.co.uk

MAKING YOUR SUCCESS OUR BUSINESS

The Directors
WESTCOUNTRY CRANE HIRE LIMITED
Victoria Wharf
PLYMOUTH
PL4 0RF

12 May 2005

Auditors' report to the directors of West Country Crane Hire Limited ("Company") pursuant to Section 156(4) of Companies Act

We have examined the attached statutory declaration of the directors of the Company of even date in connection with the proposal that the Company should give financial assistance for the purpose of the acquisition shares in the Company.

We have enquired into the state of affairs of the Company in order to review the bases for the attached statutory declaration.

We are not aware of anything to indicate that the opinion expressed by the directors in the attached statutory declaration as to any of the matters mentioned in Section 156(2) of the Companies Act 1985 is unreasonable in all the circumstances.

Mark Holt & Co Ltd

For and on behalf of Mark Holt & Co Ltd

AFGEQ5LZ
A31 0560
COMPANIES HOUSE 26/05/05