

# M

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

CHFP025

Please do not write in this margin

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

\*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[3][1][1][1]

3456907

NAT £3013  
409621

Name of company

\* SILENTBLOC UK LIMITED

Date of creation of the charge

05 January 2001

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

Debenture ("the Debenture")

Amount secured by the mortgage or charge

£1,000,000

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

Lloyds TSB Development Capital Limited ("the Security Holder")

Postcode

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

Eversheds  
115 Colmore Row  
Birmingham  
B3 3AL

DX 13004  
Birmingham

#561749 HG/PAW

Time critical reference

For official Use  
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

See attached

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

Date

S January 2001

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

A fee of £10 is  
payable to  
Companies House  
in respect of each  
register entry for a  
mortgage or  
charge.  
(See Note 5)

† 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-  
  
Companies House, Crown Way, Cardiff CF14 3UZ

**Silentbloc UK Limited - Company No. 3456907**

- 1.1 a fixed charge by way of legal mortgage on all freehold and leasehold property owned by the Company and now vested in the Company, including but not limited to land of which the Company is registered as proprietor at H.M. Land Registry (details of which are set out in the Third Schedule to the Debenture) and a fixed charge by way of legal mortgage on all fixtures and fittings (including trade fixtures and fittings) and fixed plant and machinery in, on or attached to such freehold and leasehold property;
- 1.4 a fixed charge on all of the following assets, whether now or in future belonging to the Company:-
- (xvii) any other freehold and leasehold property which the Company shall own together with all fixtures and fittings (including trade fixtures and fittings) and fixed plant and machinery in, on or attached to such property and all spare parts, replacements, modifications and additions for or to the same;
  - (xviii) all fixtures and fittings (including trade fixtures and fittings) and fixed plant and machinery in, on or attached to the property subject to the fixed charge under clause 1.2(i) and all spare parts, replacements, modifications and additions for or to the same;
  - (xix) all plant and machinery and other equipment listed in the Fourth Schedule to the Debenture and all spare parts, replacements, modifications and additions for or to the same together with the benefit of any obligations and warranties given by any manufacturer or supplier and the benefit of all maintenance agreements;
  - (xx) the goodwill, unpaid and/or uncalled capital of the Company;
  - (xxi) the book debts and other debts due or owing to the Company and the benefit of all contracts, licences and consents (statutory or otherwise) held in connection with the Company's business or the use of any of the mortgaged property (as defined in the Debenture) and the right to recover and to receive all compensation which may be payable in respect of them;
  - (xxii) all the Company's intellectual property rights, choses in action and claims of the Company and the proceeds of any insurance of such Company;
  - (xxiii) all the stocks, shares and other securities of the Company;
  - (xxiv) all funds standing to the credit of the Company from time to time on any account with any bank or from time to time on any account with any bank or financial institution or organisation;
- 1.3 a floating charge on all of the following assets, whether now or in the future belonging to the Company:-
- (i) the stock-in-trade and work-in-progress of the Company; and

- (ii) all other undertaking and all other property and assets of the Company.

There is excluded from the charges noted at clauses 1.1, 1.2(i) and (ii) and clause 1.3 (ii) any leasehold property the charging of which requires the consent of the landlord of such property until such time as such landlord's consent has been obtained, at which time the Company is obliged to take all steps necessary to make such charges valid and enforceable against such leasehold property.

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03456907

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 5th JANUARY 2001 AND CREATED BY SILENTBLOC UK LIMITED FOR SECURING £1,000,000 DUE OR TO BECOME DUE FROM THE COMPANY TO LLOYDS TSB DEVELOPMENT CAPITAL LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th JANUARY 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th JANUARY 2001.

LR.  
DX



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —