

Particulars of a mortgage or charge

001809

395

MPlease do not
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Pursuant to section 395 of the Companies Act 1985



CHA 116

Please complete
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in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number

[] [] [] []

3877125

Name of company

E-Tep Plc

*Insert full name
of company

Date of creation of the charge

22nd June 2000

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

DEBENTURE

Amount secured by the mortgage or charge

All monies which may from time to time become payable to Bank of Ireland by E-Tep Plc under the terms of a Facility Letter given by the Bank of Ireland on 7th June 2000 and accepted by E-Tep Plc 13th June 2000.

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

The Governor and Company of Bank of Ireland, 9 St Michael's Road, Croydon CR9 3SA England.

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

Bank of Ireland
SECURITIES

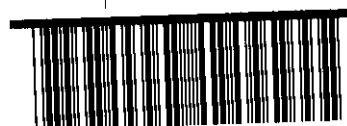
22 JUN 2000

SOUTH LONDON BUSINESS CENTRE
9 St. Michael's Road,
Croydon CR9 3SA

Time critical reference

For official use
Mortgage Section

Post room



A13
COMPANIES HOUSE

0383
23/06/00

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legibly, preferably
in black type, or
bold block lettering

The Company as beneficial owner hereby charges and mortgages as a continuing security with the payment to the Bank of all moneys hereby agreed to be paid (including any expenses and charges arising out of or in connection with the acts or matters referred to in Clause 12 hereof) and with the discharge of all obligations and liabilities hereinbefore mentioned:

Firstly - All the freehold or leasehold property described in the First Schedule hereto and all buildings, structures, fixtures (including trade fixtures) and fixed plant, machinery and equipment from time to time thereon.

Secondly - All future freehold and leasehold property of the Company and all buildings, structures, fixtures (including trade fixtures) and fixed plant, machinery and equipment from time to time thereon.

Thirdly - All present and future goodwill and connection of all businesses carried on by or on behalf of the Company, any patents, trade marks, copyrights, registered designs and similar assets or rights for the time being owned or held by the Company including all fees, royalties and other rights derived therefrom or incidental thereto and any uncalled capital

for the time being of the Company.

Particulars as to commission allowance or discount (note 3)

N/A

Signed

[Signature]
3387

Date

22/6/00.

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 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

Particulars of a mortgage or charge (continued)

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

Please complete
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bold block lettering

Company number

3877125

Name of company

E-Tep Plc

Limited*

*delete if
inappropriate

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

Fourthly - All book debts and other debts and all moneys whatsoever for the time being due, owing or payable to the Company, (including the benefit of any judgment or order to pay a sum of money) and the benefit of any mortgages, charges, pledges, liens, rights of set off or any security interest whatsoever, howsoever created or arising, for the time being held by the Company in respect of any such debts or moneys and all cash deposits in any account of the Company with any person and all bills of exchange, promissory notes and negotiable instruments of any description at any time owned or held by the Company.

Fifthly - All shares and marketable securities and options to acquire such shares and marketable securities for the time being owned by the Company and all rights in respect of or incidental thereto including all dividends, interest and other distributions and all accretions benefits and advantages.

Sixthly - All the right, title and interest of the Company to and in any proceeds of any present or future insurances.

Seventhly - The undertaking and all other property, assets and rights of the Company whatsoever and wheresoever both present and future.

The charge hereby created shall as regards the property firstly, secondly, thirdly, fourthly, fifthly and sixthly described be a first fixed charge (and as regards all those parts of the property firstly and secondly described now or hereafter vested in the Company shall constitute a charge by way of legal mortgage thereon) and as to the property seventhly described and to the extent any property, assets and/or rights are not or have ceased to be effectively mortgaged or charged by way of first fixed charge shall be a floating charge but so that the Company shall not without the consent in writing of the Bank create any mortgage, debenture, charge, pledge or any security interest whatsoever upon an so that no lien or right of set off shall in any case or in any manner arise on or affect any part of the property described under this Clause 4 ranking either in priority or or pari passu with the charge hereby created or which will rank after the charge contained in this Debenture.

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JORDAN & SONS LIMITED
JORDAN HOUSE
BRUNSWICK PLACE
LONDON W1 6EE
TELEPHONE 01 253 3030
TELEX 261010





CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03877125

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 22nd JUNE 2000 AND CREATED BY E-TEP PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND UNDER THE TERMS OF A FACILITY LETTER GIVEN BY THE BANK ON THE 7TH JUNE 2000 AND ACCEPTED BY THE COMPANY ON THE 13TH JUNE 2000 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd JUNE 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th JUNE 2000.

P
CR.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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