

CHFP014

Please do not
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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

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

For official use

Company number

04069258

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

Name of company

* **FRONTLINE RECRUITMENT LIMITED**

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

We Ø Elliot David Kidd of The New House Hall Lane Kinoulton Nottingham NG12
3FF and

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

Anthony Mark Wilmot of 766 Mansfield Road Woodthorpe Nottingham NG5 3FH

† delete as appropriate

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

The business of the company is:

§ delete whichever
is inappropriate

(a) ~~within a [recognised bank] [licensed institution]† within the [banking] [the Banking Act 2009]~~

(b) ~~that~~ ~~is~~ ~~a~~ ~~person~~ ~~with~~ ~~no~~ ~~significant~~ ~~relationship~~ ~~to~~ ~~any~~ ~~of~~ ~~the~~ ~~above~~ ~~named~~ ~~companies~~ ~~and~~ ~~is~~ ~~not~~ ~~an~~ ~~owner~~ ~~in~~ ~~any~~ ~~of~~ ~~the~~ ~~above~~ ~~named~~ ~~business~~ ~~units~~ ~~under~~ ~~review~~

(c) something other than the above§

The company is proposing to give financial assistance in connection with the acquisition of shares in the [company] ~~Reckitt's holding~~ company ~~Brandline-Apple~~

The assistance is for the purpose of ~~the acquisition of~~ reducing or discharging a liability incurred for the purpose of that acquisition.[†]

The number and class of the shares acquired or to be acquired is: **500 Ordinary Shares of £1.00 each fully paid**

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

Massers (Ref: MFH/023834)
15 Victoria Street,
Nottingham, NG1 2JZ

Nottingham, 10,021

For official Use
General Section

Post room



A23
COMPANIES HOUSE

0362
12/11/04

The assistance is to be given to: (note 2) **FRONTLINE APPLE LIMITED (CRN: 5141068)**
whose registered office is at Whitefriars House 25 Friar Lane Nottingham NG1 6DA

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:

See attached Exhibit 1

The person who [has acquired] ~~XXXXXX~~ the share is:

† delete as
appropriate

**Frontline Apple Limited (Co. Reg. No. 5141068) whose registered office is at Whitefriars
House 25 Friar Lane Nottingham NG1 6DA**

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

See attached Exhibit 2

The amount of cash to be transferred to the person assisted is £ **274,803.67**

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 **5th November 2004**

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

* delete either (a) or (b) as appropriate

(a) ~~¶~~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) ~~It is intended to commence the working of the rock den within 2 months of that date and have formed the opinion that the company will be able to pay its debts in full within six months of the commencement of its working.~~

Declared at 14 PACE RD
NEWARK NJ

Declarants to sign below

on

Day	Month	Year
01	11	2001

before me William F. Mark
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

FRONTLINE RECRUITMENT LIMITED

Company Number: 4069258

This is the exhibit referred to as Exhibit 1 in the Statutory Declaration of Elliot David Kidd and Anthony Mark Wilmot in Form 155(6)(a).

Declared at: *14 Park Row*

This *5* day of *11* 2004

Before me: *Kenneth A. H. H.*

Solicitor

The assistance will take the form of:-

1. The entry by the Company into a loan agreement ("Loan Agreement") pursuant to which the National Westminster Bank plc ("the Bank") will provide to the Company a loan of £274,803.67 (two hundred and seventy four thousand eight hundred and three pounds sixty seven pence) for the purpose of the Company advancing to the Purchaser a loan of £274,803.67 ("the Holding Company Loan") for the purposes of the Purchaser repaying a loan of £274,803.67 ("the Bank Loan Agreement") to the Bank. The Bank Loan Agreement was entered into by the Purchaser for the purpose of funding that part of the consideration paid on 7th July 2004 for the purchase of shares.
2. An indemnity by the Company in favour of the Purchaser of all its obligations to pay deferred consideration for the purchase of the shares amounting to £36,646.68 at the date of this declaration.
3. The payment by the Company of various costs fees and expenses incurred in connection with the acquisition and financial assistance by the Company ("the Fees").

FRONTLINE RECRUITMENT LIMITED

Company Number: 4069258

This is the exhibit referred to as Exhibit 2 in the Statutory Declaration of Elliot David Kidd and Anthony Mark Wilmot in Form 155(6)(a).

Declared at: 14 PARK ROW, W-1000

This 5 day of 11 2004

Before me: [Signature]

Solicitor

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

1. The terms of the Loan Agreement provide, inter alia, that the Bank will make available to the Company a loan of £274,803.67 (two hundred and seventy four thousand eight hundred and three pounds and sixty seven pence).
2. The terms of the Holding Company Loan provide, inter alia, that the Company will make available to the Purchaser a loan of £274,803.67 (two hundred and seventy four thousand eight hundred and three pounds and sixty seven pence) for the purpose of repaying the Bank Loan Agreement.
3. The Terms of the Deed of Indemnity provide, inter alia, that the Company will indemnify the Purchaser in respect of the Purchasers liability to pay deferred consideration of £36,646.68.
4. The Company will be required to pay the Fees.

AUDITOR'S STATUTORY REPORT
TO THE DIRECTORS OF FRONTLINE RECRUITMENT LIMITED
PURSUANT TO SECTION 156(4) OF THE COMPANIES ACT 1985

We are the auditors of Frontline Recruitment Limited ("the Company") and make the following report pursuant to section 156(4) of the Companies Act 1985.

We have examined the attached statutory declaration of the directors of the Company dated 5 November 2004 in connection with the proposal that the Company should give financial assistance for the purpose of the purchase of shares in the Company.

Basis of Opinion

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

Opinion

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

5 November 2004

Cooper Parry LLP
.....
Cooper Parry LLP

NOTTINGHAM

Registered Auditor