

M

COMPANIES FORM No. 395

00400040

395

CHW P000

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of Company

Particulars of a mortgage or charge

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

7

3896059

Name of company

* GERMAN SWEDISH + FRENCH CAR PARTS LTD

Date of creation of the charge

9TH MARCH, 2007

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

A Deed of Admission to an Omnibus Guarantee and Set-Off Agreement dated 17TH MARCH, 2005
(the "Agreement")

Amount secured by the mortgage or charge

All moneys and liabilities then due or which might thereafter become due to Lloyds TSB Bank plc (the "Bank") from either the Company or any one or more of the other parties to the Agreement (other than the Bank) being at the date hereof the following companies

(List of companies party to the Agreement)

See Attached

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

Lloyds TSB Bank plc

25 Gresham Street (30-00-02)

London

Postcode EC2V 7HN

Presenter's name address and
reference (if any) RRM SECLloyds TSB Bank plc
Gillingham CCSC
PO BOX 72 Bailey Drive
Gillingham Business Park
Kent, ME8 0LS

For official Use (02/06)

Mortgage Sec

Post name

WEDNESDAY



AIL9G08Y

A52

28/03/2007

749

COMPANIES HOUSE

Time critical reference

Short particulars of all the property mortgaged or charged

Any sum or sums for the time being standing to the credit of any present or future account of the Company with the Bank

Please do not write in this margin

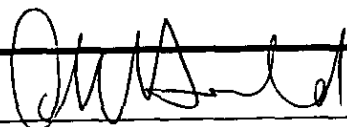
NOTE By Clause 14.7 of the Agreement, the Company agreed that it would not (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Company with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank)

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 27/3/2007

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

A fee 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. 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

The Schedule

Part I - The Existing Companies

<u>Name</u>	<u>Company Number</u>	<u>Registered Office</u>
German Swedish & French Car Parts Ltd	3896059	Unit 1/2 Planet Centre Armada Road Feltham Middlesex TW14 0LW
Autoparts Northern Limited	1904715	Unit 21 The Fort Industrial Park Dunlop Way Castle Bromwich Birmingham B35 7AR
German & Swedish (Herts) Limited	1454630	The Planet Centre Armada Road Feltham Middlesex TW14 0LW
German & Swedish (Reading) Ltd	3598641	Unit 1/2 Armada Road Feltham Middlesex TW14 0LW
German & Swedish Car Parts (Manchester) Ltd	2442867	141 Manchester Road Clifton Swinton Manchester M27 8PH
German & Swedish (South West) Limited	3086811	Unit 1/2 The Planet Centre Armada Feltham Middlesex TW14 0LW
GSF (Chelmsford) Limited	4188671	Units 1-2 The Planet Centre Armada Road Feltham Middlesex
GSF (South London) Limited	4467551	Units 1 & 2 The Planet Centre Armada Road Feltham Middlesex TW14 0LW

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GSF (Chelmsford) Limited	4188671	Units 1-2 The Planet Centre Armadale Road Feltham Middlesex
GSF (South London) Limited	4467551	Units 1 & 2 The Planet Centre Armadale Road Feltham Middlesex TW14 0LW

GSF (Glasgow) Limited

2315677

Unit 1/2 The Planet Centre
Armada Road
Feltham
Middlesex
TW14 0LW

Part II - The Further Company

Name

Company Number

Registered Office

TDCS Limited

05841302

Unit 14
Farnborough Business
Centre
Eelmoor Road
Farnborough
Hampshire
GU14 7XA

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 03896059

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS GUARANTEE AND SET-OFF AGREEMENT DATED THE 9th MARCH 2007 AND CREATED BY GERMAN SWEDISH & FRENCH CAR PARTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 28th MARCH 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd APRIL 2007

A handwritten signature in black ink, appearing to be 'R. S. a'.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —