



COMPANIES FORM No. 395

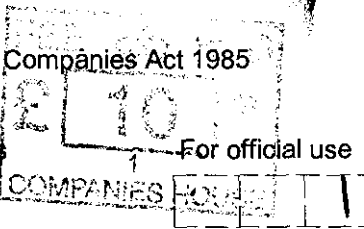
Particulars of a mortgage or charge

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

Pursuant to section 395 of the Companies Act 1985

395

To the Registrar of Companies
(address on page 2 - Note 5)



Company number

4995928

Name of company

* FARNELL PROPERTY SERVICES LIMITED

Date of creation of the charge

5th March 2004

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

Debenture

Amount secured by the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing due from the Company to the Bank upon any account and in any manner whatsoever

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

Barclays Bank plc, 54 Lombard Street, London, EC3P 3AH and whose address for correspondence is Barclays Loan Servicing Centre, PO Box 299, Birmingham (reference R6/G234740/77465353/T138)

Postcode B1 3PF

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

Waldrons
DX22752
Brierley Hill

MD/FARNE003/3

Time critical reference

For Official Use
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

1.1 by way of legal mortgage, all Land in England and Wales now vested in the Company and not registered at H.M. Land Registry

1.2 by way of fixed charge:

a) all Land in England and Wales now vested in the Company and registered at H.M. Land Registry;

b) all other Land which is now, or in the future becomes the Company's property;

c) all plant and machinery now in the future attached to any Land;

d) all rental and other income and all debts and claims which are due or owing to the Company now or in the future under or in connection with any lease, agreement or licence relating to the Land;

e) all the Company's securities;

f) all insurance and assurance contracts and policies now or in the future held by or otherwise benefiting you:

continued.....

Please do not
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this margin

Please complete
legibly, preferably
in black type, or,
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Particulars as to commission allowance or discount (note 3)

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

Signed



Date 08.03.04

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 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.

Particulars of a mortgage or charge
(continued)

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

Company number

4995928

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* delete if
inappropriate

Name of company

FARNELL PROPERTY SERVICES

Limited*

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

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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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....continued

* which relate to Assets themselves subject to a fixed charge in our favour; or

* which are now or in the future deposited by the Company with Barclays Bank plc;

together with all the Company's rights and interest in these contracts and policies (including the benefit of all claims arising and all money payable under them);

g) all the Company's goodwill and uncalled share capital for the time being;

h) all the Company's Intellectual Property, present and future, including any Intellectual Property to which the Company is not absolutely entitled or to which the Company is entitled together with others;

the benefit of all agreements and licences now or in the future entered into or enjoyed by the Company relating to the use or exploitation of any Intellectual Property in any part of the world;

all trade secrets, confidential information and knowhow owned or enjoyed by the Company now or in the future in any part of the world;

i) all trade debts now or in future owing to the Company;

all other debts now or in the future owing to the Company save for those arising on fluctuating accounts with associates (as defined in section 52(3) of the Companies Act 1989);

j) the benefit of all instruments, guarantees, charges, pledges and other rights now or in the future available to the Company as security in respect of any Asset itself subject to a fixed charge in Barclays Bank plc's favour;

1.3 by way of floating charge;

a) all the Company's Assets which are not effectively charged by the fixed charges detailed above; and

b) without exception all the Company's Assets insofar as they are situated for the time being in Scotland;

but in each case so that the Company shall not without Barclays Bank plc's prior written consent:

* create any mortgage or any fixed or floating charge or other security over any of the Floating Charge Assets (whether having priority over, or ranking pari passu with or subject to, this floating charge);

* take any other step referred to in clause 5.1 with respect to any of the Floating Charge Assets;

* sell, transfer, part with or dispose of any of the Floating Charge Assets except by way of sale in the ordinary course of business.

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04995928

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 5th MARCH 2004 AND CREATED BY FARNELL PROPERTY SERVICES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 10th MARCH 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 12th MARCH 2004.

Math Bx



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES