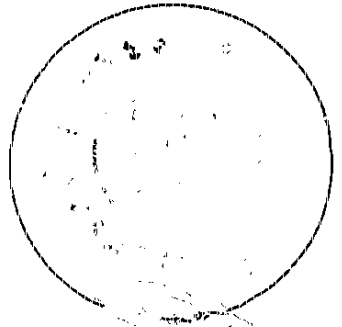


No. of Company

6044K, 17

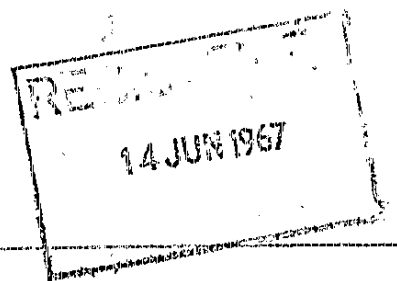
Form No. 47.

THE COMPANIES ACT, 1948.



PARTICULARS of a Mortgage or Charge created by a Company Registered in England.

Pursuant to Section 95.



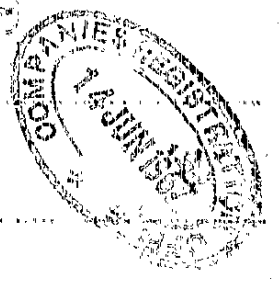
Name of Company

Simpson and Gregg Limited.

Presented by

MIDLAND BANK LIMITED

1098



Particulars of a Mortgage

Simpson and Gregg

(1)	(2)	(3)
<p>Date and description of the instrument creating or evidencing the Mortgage or Charge.</p> <p>Mortgage dated</p> <p>Charge dated <i>6th June, 1967</i></p>	<p>Amount secured by the Mortgage or Charge.</p> <p>All moneys now due or hereafter to become due or from time to time accruing due from the Company to the Bank on any account whatsoever.</p>	<p>Short particulars of the Property Mortgaged or Charged.</p> <p>Floating charge on the Undertaking of the Company and all its property whatsoever and wheresoever both present and future including its uncalled capital for the time being but so that the Company shall not be at liberty without the previous consent in writing of the Bank to create any mortgage or charge or confer any lien on the assets thereby charged or any part thereof or to sell or deal with its book or other debts or securities for money otherwise than for the purpose of getting in and realising the same in the ordinary way of business.</p>

This Margin is to be reserved for Binding.

or Charge Created by

Limited, a Company registered in England.

(4)

(5)

Names, Addresses and Descriptions of the Mortgages or Persons entitled to the Charge.

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 subscribing or agreeing to subscribe, whether absolutely or conditionally, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the Debentures included in this return.

Midland Bank Limited, whose registered office is at Poultry, in the City of London.

Nil.

This Margin is to be reserved for Binding.

This Margin is to be reserved for Binding.

Signature.

J. H. Carr

Designation of position in relation to the Company.

Director

Dated the

1st

day of

June

19 *67*

DUPLICATE FOR THE FILE

Certificate of the Registration of a Mortgage or Charge.
Pursuant to Section 98 (2) of the Companies Act, 1948.



I hereby Certify that a Mortgage or charge.....
dated the sixth day of June One thousand
nine hundred and sixty seven and created by SIMPSON AND GREGG
LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time
accruing due from the Company to Midland Bank Limited on any
account whatsoever..... was Registered
pursuant to Section 95 of the Companies Act, 1948 on the fourteenth
day of June One thousand nine hundred and sixty seven.

Given under my hand at London this nineteenth day of
June One thousand nine hundred and sixty seven.

Certificate and Mortgage received by

L.S. Whitfield
Assistant Registrar of Companies.

[Signature]

Date 19 6 67

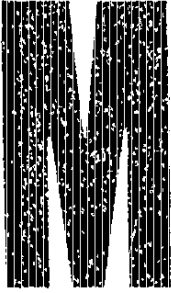
Handwritten marks

THE COMPANIES ACTS 1948 TO 1976

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M138/21 JAN/LN



Please do not write in this binding margin

For official use

Company number

M138

604621



Name of Company

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

Simpson & Gregg Limited*

*delete if inappropriate

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

Charge over All Book Debts dated: 14 January 1985

Amount due or owing on the mortgage or charge

All monies and liabilities now or at any time hereafter due owing or incurred to the Bank by the Company in any way whatsoever.



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

Midland Bank Limited, whose registered office is at Poultry, in the City of London.

PLA INTIALS plc

4361 / 21/1

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

Midland Bank plc
POULTRY
LONDON EC2P 2BX

For official use
Mortgage section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not write in this binding margin

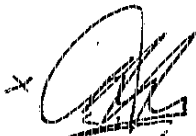
All Book Debts and other debts now and from time to time hereafter due owing or incurred to the Company.

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

Particulars as to commission, allowance or discount (note 3)

NIL

Signed



M Gregg

Date 14 January 1985

Designation of position in relation to the company Directors

Notes

- 1 The original instrument creating the charge, together with this form, must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (Section 95(1)). 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 copy instrument could in due course of post, and if posted with due diligence, have been received in the United Kingdom (Section 95(3)). A certified copy of the instrument creating the charge will only be accepted where the property charged and the charge so created are both outside the United Kingdom (Section 95(3)) and in such cases the copy must be verified or certified to be a true copy under the seal of the Company or under the hand of some person interested therein otherwise than on behalf of the company.
- 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 subscribing or agreeing to subscribe, whether absolutely or conditionally, or 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.

153



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

I hereby certify that a mortgage or charge dated the **14th January 1985**
and created by **SIMPSON & GREGG LIMITED**

for securing all moneys now due, or hereafter to become due, or from time to
time accruing due from the company to **Midland Bank plc**

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on the
21st January 1985

Given under my hand at the Companies Registration Office, Cardiff the **11 FEB 1985**

No. **604621**

P. A. HARRIS
an authorised officer

Certificate and instrument received by

.....
.....

Date **5/2/85**

THE COMPANIES ACTS 1948 TO 1981

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M 149 / 20 FEB / CF

47

Please do not write in this binding margin

For official use

Company number

M 149

604621

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

Name of company

SIMPSON & GREGG Limited*

* delete if inappropriate

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

Legal Charge dated 11th February 1985 made between Simpson & Gregg Limited(1) Midland Bank PLC(2)

Amount due or owing on the mortgage or charge

All monies to be secured under the terms of the above Mortgage deed

699

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

MIDLAND BANK ~~PLC~~ plc
EAST NORTHUMBERLAND AREA OFFICE, SUITE 1 BAMBURGH HOUSE
TOWN CENTRE, CRAMLINGTON, NORTHUMBERLAND SE23 6QE

Presenter's name, address and reference (if any):

MESSRS. J.W. MITCHELL, DODDS & CO
SOLICITORS,
208/210 PARK VIEW,
WHITLEY BAY NE 26 3QS
TYNE & WEAR.

For official use
Mortgage section

Post room
15 FEB 1985

REGISTERED
15 FEB 1985

Time critical reference

4542
20/2

Short particulars of all the property mortgaged or charged

Please do not write in this binding margin

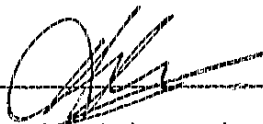
↓
Please complete legibly, preferably in black type or bold block lettering

ALL THAT freehold property situate at
Benton Square Industrial Estate, 23
Newcastle upon Tyne

Particulars as to commission, allowance or discount (note 3)

NIL

Signed



Date

14th February 1985

Designation of position in relation to the company

Notes

- 1 The original instrument creating the charge, together with this form, must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (Section 95 (1)). 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 copy instrument could in due course of post, and if posted with due diligence, have been received in the United Kingdom (section 95 (3)). A certified copy of the instrument creating the charge will only be accepted where the property charged and the charge so created are both outside the United Kingdom (section 95 (3)) and in such cases the copy must be verified or certified to be a true copy under the seal of the Company or under the hand of some person interested therein otherwise than on behalf of the company.
- 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 subscribing or agreeing to subscribe, whether absolutely or conditionally, or 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.



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

I hereby certify that a mortgage or charge dated the 11th February 1985
and created by SIMPSON & GREGG LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to Midland Bank plc

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on the
15th February 1985

Given under my hand at the Companies Registration Office,

Cardiff the **27 FEB 1985**

No. 604621

P. A. Hartley
P. A. HARTLEY,

an authorised officer

Certificate and instrument received by

.....
post
Date *27/2/85*

C. 69a

THE COMPANIES ACTS 1948 TO 1981

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M212/18 SEP 1 CF

47

Please do not write in this binding margin

For official use

Company number

M S S I

604621

Name of Company

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

SIMPSON & GREGG LIMITED

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

Single Debenture
dated 5th September
19 85

Amount due or owing on the mortgage or charge

All money and liabilities whether certain or contingent which then were or at any time thereafter might be due owing or incurred by the Company to the Bank or for which the Company might be or become liable to the Bank on any current or other account or in any manner whatever (and whether alone or jointly with any other person and in whatever style or name and whether as principal or surety) together with interest to the date of payment commission banking charges and any legal or other costs charges and expenses incurred by the Bank in relation to the Debenture or in enforcing the security thereby created.

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

LLOYDS BANK PLC
71, LOMBARD STREET
LONDON, EC3P 3BS

Presenter's name, address and reference (if any):

DICKINSON DEES
CROSS HOUSE
WESTGATE ROAD
NEWCASTLE UPON TYNE
NE99 1SB

F 103940

For official use
Mortgage section

REGISTERED
14 SEP 1985

Post room

COMPANIES REGISTRATION
M
14 SEP 1985
74
OFFICE

Time critical reference

4741
18/9

Short particulars of all the property mortgaged or charged

Please do not write in this binding margin

First - The freehold and leasehold property (if any) of the Company both present and future and all buildings and fixtures (including trade fixtures) fixed plant and machinery from time to time on any such property.

Secondly - All book debts both present and future due or owing to the Company and the benefit of all rights relating thereto including (without prejudice to the generality of the foregoing) negotiable instruments legal and equitable charges reservation of proprietary rights rights of tracing and unpaid vendors liens and similar and associated rights.

Thirdly - All other monetary debts and claims both present and future (including things in action which give rise or may give rise to a debt or debts) due or owing to the Company and the benefit of all rights relating thereto including (without prejudice to the generality of the foregoing) such rights as aforesaid.

Fourthly - (i) All stocks and shares and other interests including (without prejudice to the generality of the foregoing) loan capital indebtedness or liabilities on any account or in any manner owing to the Company both present and future of the Company in (and from) any company which then was or might thereafter become a subsidiary (as defined in Section 154 of the Companies Act 1948 or any statutory modification or re-enactment thereof) of the Company; and (ii) the full benefit of all stocks shares and securities which or the certificates of which were then or might at any time thereafter be lodged with the Bank or held by the Bank or its agents or transferred to or registered in the name of the Bank or its agents or their respective nominees; and (iii) all rights in respect of or incidental to the premises described at (i) and (ii) above (the premises (i) to (iii) Fourthly described being hereinafter called "the Securities"); and (iv) all stocks shares rights moneys or property accruing or offered at any time by way of conversion redemption bonus preference option or otherwise to or in respect of any of the Securities including all dividends interest and other income payable in connection therewith (all of which premises (i) to (iv) Fourthly described are hereinafter called "Interests in Securities").

Fifthly - The goodwill and the uncalled capital of the Company both present and future.

Sixthly - The undertaking and all property and assets of the foregoing heritable property and all other property and assets in Scotland and the premises First Secondly Thirdly Fourthly and Fifthly described (if and in so far as the charges thereon or on any part or parts thereof therein contained should for any reason be ineffective as fixed charges).

The charges created by the Debenture are as regards the premises First Secondly Thirdly Fourthly and Fifthly described fixed first charges (and as regards all those parts of the premises First Secondly Thirdly Fourthly and Fifthly described then vested in the Company constitute a charge by way of legal mortgage thereon) and as to the premises Sixthly described the charge so created is a floating charge.

The Company may not without the consent in writing of the Bank:

(i) sell assign discount factor charge or otherwise dispose of the premises Secondly or Thirdly described or any part thereof save in accordance with Clause 9(d) of the Debenture set out below or deal with the same in any way otherwise than in accordance with the said sub-clause.

(ii) create or allow to subsist any specific or other mortgage debenture or charge or lien (save a lien arising by operation of law in the ordinary course of business) upon the premises charged by the Debenture or any part thereof ranking either in priority to or pari passu with any charge thereby created.

(iii) transfer sell or otherwise dispose of the whole or any material part of its undertaking property or assets except by way of sale at full value in the usual course of trading as transacted at the date of the Debenture.

By Clause 9(d) of the Debenture the Company covenanted that it would pay into its account or accounts with the Bank all moneys which it might receive in respect of the book and other debts and claims charged by it or in respect of the Interests in Securities.

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

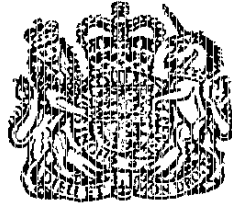
Particulars as to commission, allowance or discount (note 3)

NIL

Signed *Eric Ranson* Cross House, Westgate Road, Newcastle Date 13th September 1985
 Address upon Tyne NE99 1SB Solicitors for Lloyds Bank Plc
 Designation of position in relation to the company _____

Notes

- 1 The original instrument creating or evidencing the charge, together with this form, must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (Section 95(1)). 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 or copy instrument could in due course of post, and if despatched with due diligence, have been received in the United Kingdom (Section 95(3)). A copy of the instrument creating the charge will be accepted where the property charged and the charge so created are both outside the United Kingdom (Section 95(3)) and in such cases the copy must be verified as a true copy under the seal of the Company or under the hand of some person interested therein otherwise than on behalf of the company. A copy will also be accepted where Section 95(5) applies and Form 47c 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 of 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 subscribing or agreeing to subscribe, whether absolutely or conditionally, or 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.



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

I hereby certify that a mortgage or charge dated the 5th September 1985
and created by SIMPSON & GREGG LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to Lloyds Bank PLC

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 14th September 1985

Given under my hand at the Companies Registration Office,
Cardiff the 30 SEP 1985

No. 604621

Certificate and instrument received by
.....

Date ^{POST} 30.19/85.....

S. Dacombe

S. DACOMBE
an authorised officer