

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

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

For official use

Company number

6111

58810

Name of company

* J R Crompton Limited (the "Mortgagor")

Date of creation of the charge

10th February 2004

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

Supplemental legal charge (the "Charge") granted by the Mortgagor (1) in favour of HSBC Bank plc in its capacity as agent and security trustee for itself and the Beneficiaries (the "Agent") (2)

Amount secured by the mortgage or charge

All monies and all liabilities covenanted to be paid or discharged by the Mortgagor pursuant to the Debenture

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

HSBC Bank plc as agent and security trustee
Level 24
8 Canada Square

Postcode E14 5HQ

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

Addleshaw Goddard
100 Barbirolli Square
Manchester
M2 3AB

REF: EQC/15421-265

Time critical reference

For official Use
Mortgage Section

Post room



A24
COMPANIES HOUSE

A29NCSP1

0698
18/02/04

The Mortgagor with full title guarantee charged in favour of the Agent:

1. by way of legal mortgage the Property together with all buildings and fixtures (including trade and tenant's fixtures) thereon.
2. by way of fixed charge all plant and machinery and other chattels attached to the said property at the date of the Charge and at any time in the future; and
3. by way of floating charge all unattached plant machinery and other chattels on or in or used in connection with the said property at the date of the Charge and at any time in the future.

The following definitions apply in this form 395:

"Beneficiaries" means the Agent and each of the Creditors (as such term is defined in the Debenture);

CONTINUED/...

Please do not write in this margin

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

P
S

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Addlesha Gaddard

Date

16 / 02 / 04

On behalf of [XXXXXX] [mortgagee/chargee]

A fee of £10 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 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

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

Continuation sheet No _____
to Form No 395 and 410 (Scot)

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

Company Number

58810

Name of Company

J R Crompton Limited (the "Mortgagor")

Limited*

* delete if
inappropriate

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

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

Please do not
write in this
binding margin

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

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

"Debenture" means the composite guarantee and debenture dated 18 April 2000 and made between Westvan (2001) Limited (formerly Broomco (2104) Limited) and others (including the Mortgagor) (1) and HSBC Investment Bank PLC (succeeded by the Agent) (2);

"Property" means all that freehold land and buildings known as Devon Valley Paper Mills Hele and Bradninch Devon being the land registered at HM Land Registry under title number DN301493 (whole) and DN219122 (part) as is more particularly described in a transfer of even date made between Meadwestvaco UK Limited and the Mortgagor.

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00058810

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SUPPLEMENTAL LEGAL CHARGE DATED THE 10th FEBRUARY 2004 AND CREATED BY J.R. CROMPTON LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO HSBC BANK PLC AS AGENT AND SECURITY TRUSTEE UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 18th FEBRUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th FEBRUARY 2004.

P. C.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES