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Please do not
write in
this margin

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

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

*Insert full name
of company

To the Registrar of Companies

For official use Company number

27

481,833

Name of company

*VIBROPLANT PLC

Date of creation of the charge

4TH JULY 1996

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

MASTER AGREEMENT AND CHARGE MADE BETWEEN VIBROPLANT PLC
OF THE ONE PART AND THE FINANCE COMPANY (AS DEFINED IN THE SCHEDULE
ATTACHED) OF THE OTHER PART

Amount secured by the mortgage or charge

EACH AND EVERY SUM NOW DUE OR THAT MAY AT ANY TIME BECOME DUE TO THE
FINANCE COMPANY UNDER OR BY VIRTUE OF ANY LEASE PURCHASE, CONDITIONAL
SALE OR BAILMENT AGREEMENT (AS DEFINED IN THE CHARGE) OR UNDER THE CHARGE

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

SEE SCHEDULE ATTACHED

Postcode

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

FORWARD TRUST LIMITED
SECURITIES, PO BOX 1811,
BIRMINGHAM, B16 8TS.
TEL: 0121-455 4612
REF: SEC/VIBROPLA.SES
35910/2

For official use
Mortgage section

Post room



Time critical reference

Short particulars of all the property mortgaged or charged

Any agreement made whether before on or after the date of the Charge between the Customer (as defined in the Charge) and any person to whom the Customer lets or agrees to let the goods on hire ("the Sub Lessee") whereby the Customer lets or agrees to let the goods forming the subject matter of any lease purchase, hire purchase, conditional sale or bailment agreement to the Sub Lessee and the rights and choses in action both present and future created thereby and all agreements (if any) collateral to any such agreement between the Customer and the Sub Lessee and relating to the maintenance of such goods the benefit of all securities and guarantees (if any) for the same ("the Assets").

The Charge includes a restriction on the creation of any further charge or lien over the Assets or any of them and prohibits the Company from selling or dealing in them.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

N/A

Signed

[Signature]

Date *4th July 1996*

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.

SCHEDULE REFERRED TO

The Companies named below ("the Finance Company") acting as principal or as agent of any other Company or Companies specified in this schedule and whether such agency is disclosed or undisclosed and includes any of the same.

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Forward Trust Business Finance Limited)	
FTBF Leasing March (A) Limited)	
FTBF Leasing March (B) Limited)	
FTBF Leasing March (C) Limited)	
FTBF Leasing March (D) Limited)	
FTBF Leasing March (E) Limited)	
FTBF Leasing June (A) Limited)	
FTBF Leasing June (B) Limited)	
FTBF Leasing June (C) Limited)	
FTBF Leasing June (D) Limited)	
FTBF Leasing September (A) Limited	)	12 Calthorpe Road
FTBF Leasing September (B) Limited	)	Edgbaston
FTBF Leasing September (C) Limited	)	Birmingham B15 1QZ
FTBF Leasing September (D) Limited)	
FTBF Leasing December (A) Limited)	
FTBF Leasing December (B) Limited)	
FTBF Leasing December (C) Limited)	
FTBF Leasing December (D) Limited)	
FTBF Leasing December (E) Limited)	
EquityLease Limited)	
FTBF Limited)	
FTBF Leasing Limited)	
Forward Asset Finance Limited)	
Forward Trust Group Limited)	
Forward Trust Limited)	
Leverton (FT) Finance Limited)	
Forward Trust Northern Ireland Limited)	
Forward Trust Northern Ireland (A) Limited	)	5 Donegall Square South
Forward Trust Northern Ireland (B) Limited	)	Belfast BT1 5JP
Forward Trust Northern Ireland (C) Limited)	
Forward Trust Northern Ireland (D) Limited)	
Forward Leasing (AF) Limited)	
Forward Leasing (B) Limited)	
Forward Leasing (C) Limited)	
Forward Leasing (D) Limited)	
Forward Leasing (GB) Limited)	
Midland Montagu Equipment Finance (UK) Limited	)	145 City Road
Midland Montagu Leasing Limited	)	London EC1V 1JY
Midland Montagu Leasing (AF) Limited)	
Midland Montagu Leasing (B) Limited)	
Midland Montagu Leasing (B.S.H) Limited)	
Midland Montagu Leasing (C) Limited)	
Midland Montagu Leasing (GB) Limited)	
Midland Montagu Leasing (UK) Limited)	
Midland Montagu Industrial Leasing Limited)	

Continued

see below

Concord Leasing Limited)	
Concord Leasing March (A) Limited)	
Concord Leasing March (B) Limited)	
Concord Leasing June (A) Limited)	
Concord Leasing June (B) Limited)	
Concord Computer Finance Limited	)	Concord House
Concord Asset Finance Limited	)	2 Waterside Drive
Concord Leasing September (A) Limited	)	Langley
Concord Leasing September (B) Limited	)	Slough SL3 6EZ
Concord Leasing December (A) Limited)	
Concord Leasing December (B) Limited)	
Concord Leasing (UK) Limited)	
Concord Print Finance Limited)	
Concord Equipment Finance Limited)	
Assetfinance Limited)	
Albury Finance Limited)	
Jungheinrich Leasing Limited)	
Crown Vehicle Contracts PLC)	
Swan National Leasing Limited)	
Swan National Leasing (Commercials) Limited)	
Swan National Leasing (Finance) Limited)	
Swan National Leasing (Sales) Limited)	
National Fleet Contracts PLC	)	Mansion House
Central Garage (Croydon) Limited	)	Guildhall Lane
Fleet Contracts 200 Limited	)	Leicester LE1 5FR
CVC Leasing March (A) Limited)	
CVC Leasing June (A) Limited)	
CVC Leasing September (A) Limited)	
CVC Leasing December (A) Limited)	
Motolease Limited)	
Motopurchase Limited)	

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00481833

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MASTER AGREEMENT AND CHARGE DATED THE 4th JULY 1996 AND CREATED BY VIBROPLANT P L C FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE FINANCE COMPANY (AS DEFINED) UNDER OR BY VIRTUE OF ANY LEASE PURCHASE, CONDITIONAL SALE OR BAILMENT AGREEMENT (AS DEFINED) OR UNDER THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th JULY 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th JULY 1996.

A handwritten signature in cursive script, appearing to read 'A. J. Wakeham'.

A. J. WAKEHAM

for the Registrar of Companies

Handwritten initials, possibly 'D. J. 1996'.



C O M P A N I E S H O U S E

HC026B