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bold block lettering

* insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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 5)

For official use

Company number



Name of company

527818

* **Gunn JCB Ltd**

Date of creation of the charge

12 May 2000

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

Debenture

Amount secured by the mortgage or charge

(1) **£2,500,000 plus all interest which becomes due from time to time under a Loan Stock Instrument dated 12 May 2000 created by the company's parent company Gunn JCB (Holdings) Ltd (company number 3971940); and**

(2) **all monies payable under the Debenture.**

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

JCB Service (company number 564955) whose registered office is at

Lakeside Works, Rocester, Uttoxeter

Staffordshire

Postcode **ST14 5JP**

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

**Kent Jones and Done
Churchill House
Regent Road
Stoke on Trent ST1 3RQ
Ref: 136Jc7/37f**

Time critical reference

For official Use
Mortgage Section

Post room



A24
COMPANIES HOUSE

0215
20/05/00

- (1) By way of a fixed equitable charge all estate or interests in all present and future properties owned by or charged to the Company together with all buildings and all fixtures plant and machinery from time to time on or affixed to them.
- (2) By way of a fixed charge all other plant machinery vehicles furniture and office equipment now or in the future owned by the Company and the benefit of all obligations and warranties given by contracts with any manufacturer or supplier or any other party in respect of the same;
- (3) By way of a fixed charge all stocks shares and other securities now or in the future owned by the Company (whether in its own name or that of nominees or trustees).
- (4) By way of a fixed charge all present and future book debts rentals royalties fees and all other amounts receivable by the Company from third parties which are due or owing to the Company from time to time.

Please see 395 continuation form.

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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

Kent Jones SD

Date

18/05/00

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", "Debentures", "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

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Particulars of a mortgage or charge (continued)

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

*Please complete
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Company number

527818

Name of company

Gunn JCB

Limited *

* delete if
inappropriate

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)

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

(5) By way of a fixed charge the goodwill and uncalled capital of the Company.

(6) By way of a fixed charge all intellectual property rights chooses in action and claims now and in the future belonging to the Company.

*Please complete
legibly, preferably
in black type, or
bold block letterin*

(7) By way of a fixed charge all insurance policies which the Company has an interest in from time to time and the benefit of any claim to the proceeds of any such insurance policies.

(8) By way of a floating charge the Company's undertaking and all its property rights and assets both present and future not otherwise effectively mortgaged charged or assigned under the above provisions or otherwise pursuant to the Debenture.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00527818

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 12th MAY 2000 AND CREATED BY GUNN J C B LIMITED FOR SECURING £2,500,000 PLUS INTEREST DUE OR TO BECOME DUE FROM THE COMPANY TO JCB SERVICE UNDER A LOAN STOCK INSTRUMENT DATED 12 MAY 2000 AND ALL MONIES PAYABLE UNDER THE DEBENTURE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th MAY 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th MAY 2000.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



COMPANIES HOUSE

HC026

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