



THE COMPANIES ACTS 1948 TO 1976

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

47

Please do not
write in this
binding margin

For official use

Company number

M118

1664129

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

Name of Company

LAZORON BATTERIES

Limited*

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

Debenture dated the NINETEENTH day of AUGUST 19 83

Amount due or owing on the mortgage or charge

All moneys and liabilities now or hereafter owing from or incurred by the Company to Williams & Glyn's Bank plc on any account whatever whether for the balance then owing by the Company to the Bank on its account or accounts with the Bank or for cheques, notes or bills drawn, accepted or endorsed by the Company or for advances made to the Company or for its accommodation or benefit and whether actually or contingently, alone or jointly with another or others and whether as principal or surety for any other person or persons, firm or Company and in whatever name, style and firm or otherwise howsoever.

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

Williams & Glyn's Bank plc

20 Birchin Lane

London EC3P 3DP

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

Williams & Glyn's Bank plc
General Advances Department
Securities Section,
20, Birchin Lane,
London, EC3P 3DP.

1586

For official use

Mortgage section

REGISTERED

23 AUG 83

Post room



Time critical reference

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

By way of first legal mortgage of all the freehold and leasehold property now vested in the Company together with all fixtures and fittings (including trade fixtures and fittings) and fixed plant and machinery from time to time therein or thereon; by way of first fixed charge on all goodwill and uncalled capital for the time being of the Company and all other (if any) the freehold and leasehold property hereafter vested from time to time in the future in the Company by way of first fixed charge on all the book debts and other debts of the Company both present and future and by way of floating charge on all the undertaking and all the property and assets of the Company both present and future not subject to a fixed charge under the Debenture.

NOTE: The Debenture contains covenants by the Company to Williams & Glyn's Bank plc at all times during the currency of the security:—

- (i) not without the previous consent in writing of Williams & Glyn's Bank plc to create or permit to subsist any mortgage, charge or lien on any of the Company's property and assets and not to sell, transfer, lease, licence nor otherwise dispose of its undertaking or any portion thereof;
- (ii) to pay into the Company's account with Williams & Glyn's Bank plc all moneys which the Company may receive in respect of the Company's book debts and other debts and not without the previous consent in writing of the Bank deal with the Company's book or other debts or securities for money otherwise than by getting in and realising the same in the ordinary and proper course of the Company's business (and so that for this purpose the realisation of debts by means of block discounting or factoring or the like shall not be regarded as dealing in the ordinary and proper course of the Company's business); and
- (iii) not without the previous consent in writing of the Bank to enter into any transaction under which:
 - (a) title to goods supplied to the Company is reserved to the vendor thereof until payment by the Company for such goods or for any other goods and/or
 - (b) the proceeds of sale by the Company on any goods are held in trust for the supplier thereof or for the supplier of any ingredient thereof.

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

Signed

Date

19th AUGUST 1983

Designation of position in relation to the company

Director

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 1/9/83
and created by 22 Glyn's Bank plc

for securing all moneys now due, or hereafter to become due, or from time to
time accruing due from the company to 22 Glyn's Bank plc

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on the
22nd August 1983

Given under my hand at the Companies Registration Office, Cardiff the 6 SEP 1983

No. 000129


D. ROBERTS
an authorised officer

Certificate and instrument received by

.....Rout.....

.....

Date7.9.83.....

C.69a 

THE COMPANIES ACTS 1948 TO 1976

Particulars of a mortgage or charge

Pursuant to section 95 of the Companies Act 1948

M96/19 JUNE/LN

47

Please do not
write in this
binding margin

For official use

Company number

MIA

1664129

Name of Company

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

LAZORON BATTERIES Limited

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

Fixed and Floating Charge dated

17th JUNE 1986

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

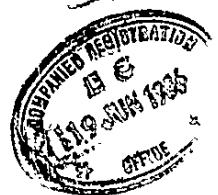
Midland Bank plc, whose registered office is at Poultry, in the City of London.

Presentor's name, address and
reference (if any):Midland Bank plc
Poultry
LondonFor official use
Mortgage section

Post room

REGISTERED

19 JUN 1986



Time critical reference

Short particulars of all the property mortgaged or charged

Please do not
write in this
binding margin

First Fixed Charge on all Book Debts and other debts now and from time to time hereafter due owing or incurred to the Company other than such of the said debts as the Bank may have specifically agreed in writing to exclude from such first fixed charge; and

Floating Charge on all other the Undertaking of the Company and all its property whatsoever and wheresoever both present and future including its uncalled capital for the time being and such of the book debts and other debts referred to above which are not charged under the said first fixed charge (collectively called "the assets") but so that the Company shall not except with the prior written consent of the Bank:

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

- (a) create or permit to subsist over all or any of the assets any mortgage charge lien pledge or other security ranking in priority to or *pari passu* with the said floating charge; or
- (b) part with sell or dispose of all or except in the ordinary course of the Company's business and for the purpose of carrying on the same any of the assets; or
- (c) deal with its book or other debts or securities for money forming part of the assets otherwise than in the ordinary course of getting in and realising the same which course shall not include or extend to the selling or assigning or in any other way factoring or discounting of any of the said debts or securities.

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

NIL

Signed

Alan Bates

Date 17 June 1986

Designation of position in relation to the company

Secretary

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.

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19



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 17th June 1986
and created by LAZORON BATTERIES 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 Chapter I Part XII of the Companies Act
1985, on the 19th June 1986

Given under my hand at the Companies Registration Office,
Cardiff the - 3 JUL 1986

No. 1664129
Certificate and instrument received by

.....

.....

Date

C.T. Pollock

C.T. POLLOCK

an authorised officer

Declaration of satisfaction in full or in part of mortgage or charge

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

20/a

51460

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

To the Registrar of Companies

For official use

Company number

* Insert full name
of company

Name of company

* LAZORON PLC

1. Kenneth John Brown

of 9, Matford Avenue, Exeter, Devon

† Delete as appropriate

[a director] ~~[the secretary]~~ ~~[the administrator]~~ ~~[the administrative receiver]~~† of the above company, do

solemnly and sincerely declare that the debt for which the charge described below was given has been

paid or satisfied in [full][part]

‡ Insert a description of the instrument(s) creating or evidencing the charge, eg 'Mortgage', 'Charge', 'Debenture' etc.

Date and Description of charge: The Debenture dated 19th August 1983

Date of Registrations 23rd August 1983

Name and address of [chargee][trustee for the debenture holders] Royal Bank
of Scotland, 20 Birchen Lane, LONDON EC3P 3DP

5 The date of registration may be confirmed from the certificate

Short particulars of property charged: Fixed and floating charges over the undertaking and all property and assets present and future including goodwill, book debts, uncalled capital fixtures and trade fixtures, fixed plant and machinery.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Ø Insert brief details of property

Declared at 39 Northway Street
Essex | Devon

Declarant to sign below

the 13th day of September
one thousand nine hundred and eighty nine
before me. 16

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

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

Bevan Ashford
Solicitors
21 Northernhay Street
Exeter
Devon

For official use

Mortgage section

game section
REGISTERED

15 SEP 1989

Post room



The Solicitors' Law Stationery Society, 24 Gray's Inn Road, London WC1X 8HR

Companies M403a

1987 Edition
4 B7 F7026

5010-406

★ ★ ★ ★ ★

M**COMPANIES FORM No. 395****Particulars of a mortgage or charge****395**Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold black lettering* insert full name
of company

To the Registrar of Companies

For official use

Company number

Name of company

* LAZORON PLC

Date of creation of the charge

7th October 1991

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

Legal Charge dated 7th October 1991

Amount secured by 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 and addresses of the mortgagees or persons entitled to the charge

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

Postcode EC2P 2BX

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

COMPANYS

REGISTERED

OFFICE ADDRESS

SECS/E/F+I-L/AJC

Time critical reference

For official Use
Mortgage SectionREGISTERED
10 OCT 1991

Post room

COMPANIES

10 OCT 1991

HOUSE

Short particulars of all the property mortgaged or charged

Leasehold Lands hereditaments and premises being:-
Units C1, C2 and C3 East Devon Business Park, Saunders Way, Cullompton, Devon

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date

7th October 1991

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.

FILE COPY



**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 7th OCTOBER 1991
and created by LAZORON PLC

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 Chapter I Part XII of the Companies Act
1985, on the 10th OCTOBER 1991

Given under my hand at the Companies Registration Office,
Cardiff the 16th OCTOBER 1991

No. 1664129

A handwritten signature in dark ink, appearing to read 'P. R. Reynolds'.

P. R. REYNOLDS. .
an authorised officer

C.69a

16 10 91 post

M

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

3169

1664129

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

Name of company

* LAZORON PLC

Insert full name
of company

Date of creation of the charge

20th July 1994

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

FIXED EQUITABLE CHARGE

Amount secured by the mortgage or charge

All monetary and other liabilities and obligations now or at any time hereafter owed or incurred by the Company to or in favour of the Security Holder whether present or future, actual or contingent and liquidated or unliquidated and whether arising in or by contract, tort, restitution, assignment or breach of statutory duty.

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

GRIFFIN FACTORS LIMITED

21 FARNCOMBE ROAD, WORTHING, WEST SUSSEX

Postcode

BN11 2BW

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

Wilde & Partners
DX 428 London

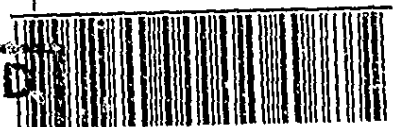
ref: ASH/GFE/LAZ

For official Use
Mortgage Section

Post room

REGISTERED

23 JUL 1994



AMWRR36+

RECEIPT DATE: 23/07/94

26 JUL 1994

Short particulars of all the property mortgaged or charged

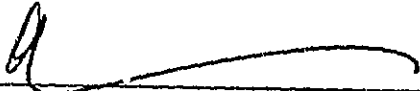
By way of fixed equitable charge (i) all book debts, invoice debts, accounts, notes, bills, acceptances and/or other forms of obligation ("receivables"), the subject of a factoring agreement between the Company and the Security Holder, which fail to vest absolutely in the Security Holder and remain vested in the Company and (ii) all title property right or interest in any goods to which any such receivable relates and all guarantees indemnities insurances or securities given to or held by the Company in respect of any such receivable so that the Company shall not create any mortgage or charge or other encumbrance over the said charged property nor enter into any agreement for the factoring, discounting or otherwise selling any of its receivables otherwise than with the Security Holder.

Please do not
write in
this margin

Please complete
legibly, preferably
in black type, &
bold block letters

Particulars as to commission allowance or discount (note 3)

Signed



Date

21/7/94.

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 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

FILE COPY



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

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

COMPANY No. 01664129

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIXED EQUITABLE CHARGE DATED THE 20th JULY 1994 AND CREATED BY LAZORON PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GRIFFIN FACTORS LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd JULY 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28th JULY 1994.

A handwritten signature in black ink, appearing to read 'M. Saha'.

M. SAHA

for the Registrar of Companies



DX
28.7.94
P.K

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

1664129

Name of company

* LAZORON PLC

* insert full name
of company

Date of creation of the charge

29 November 1994

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

Charge dated

29 November 1994

Amount secured by 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 and addresses of the mortgagees or persons entitled to the charge

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

Postcode EC2P 2BX

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

JANET WOODELEY

MILAND BANK PLC

OK 6523

EXETER

**For official Use
Mortgage Section**

COMPASS HOUSE
CARDIFF

30 NOV 1994

RECEIVED ON DESK

Short particulars of all the property mortgaged or charged

First Fixed Charge on all goodwill and uncalled capital for the time being of the Company; and all patents patent applications inventions trade marks trade names registered designs copyrights know how and other intellectual property rights and all licences and ancillary rights and benefits including all royalties fees and other income deriving from the same both present and future of the Company.

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)

Midland Bank plc

NIL

Exeter Securities Centre

Devil House

Southernhay Gardens

Exeter

Signed EX1 1N2

Date 29 November 1994

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.

FILE COPY



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

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

COMPANY No. 01664129

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE DATED THE 29th NOVEMBER 1994 AND CREATED BY LAZORON PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MIDLAND BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th NOVEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st DECEMBER 1994.

for the Registrar of Companies



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

HC026B