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* Insert full name
of company

COMPANIES FORM No. 395

395

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

U28

3034283

Name of company

* CITROTEC LIMITED

Date of creation of the charge

15 AUGUST 1997

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

FIXED CHARGE ON EQUIPMENT

Amount secured by the mortgage or charge

ALL SUMS DUE FROM TIME TO TIME TO TOTAL OIL GREAT BRITAIN LIMITED ("TOTAL") PLUS ANY SUMS DUE TO TOTAL BY WAY OF REIMBURSEMENT FOR SUMS EXPENDED BY TOTAL UNDER THE LOAN FACILITY AGREEMENT DATED 11 JANUARY 1996 MADE BETWEEN TOTAL AND MIDLAND BANK PLC PURSUANT TO WHICH TOTAL HAS GUARANTEED THE COMPANY'S LOAN WITH MIDLAND BANK PLC, TOGETHER WITH INTEREST ON ANY SUMS OUTSTANDING AT THE RATE OF 4% PER ANNUM ABOVE THE MIDLAND BANK PLC BASE RATE FROM TIME TO TIME.

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

TOTAL OIL GREAT BRITAIN LIMITED

33 CAVENDISH SQUARE

LONDON

Postcode

W1M 0EX

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

SARAH SEAR
TOTAL OIL (GB) LTD
33 CAVENDISH SQUARE
LONDON W1M 0EX

REF: CS/S/SJS

Time critical reference

For official use
Mortgage section

Post room



A18 *AVB36YG3* 675
COMPANIES HOUSE 22/08/97

Short particulars of all the property mortgaged or charged

ONE SUN DIAGNOSTIC COMPUTER MODEL NUMBER MGA1200 SERIAL NUMBER
27B11997.

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Particulars as to commission allowance or discount (note 3)

NOT APPLICABLE

Signed

Date 15 AUGUST 1997

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. 03034283

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIXED CHARGE ON EQUIPMENT DATED THE 15th AUGUST 1997 AND CREATED BY CITROTEC LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO TOTAL OIL GREAT BRITAIN LIMITED PLUS ANY SUMS DUE TO TOTAL OIL GREAT BRITAIN LIMITED BY WAY OF REIMBURSEMENT FOR SUMS EXPENDED BY TOTAL OIL GREAT BRITAIN LIMITED UNDER THE LOAN FACILITY AGREEMENT DATED 11th JANUARY 1996 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd AUGUST 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27th AUGUST 1997.


D. JENKINS

for the Registrar of Companies



COMPANIES HOUSE

HC026B

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wke