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COMPANIES FORM No. 395

Particulars of a mortgage or charge

CHFP000

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

Please do not
write in
this margin

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

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

For official use

Company number

1		
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3674027

Name of company

*A & M TUNGSTEN POWDERS LIMITED

* insert full name
of Company

Date of creation of the charge

14 SEPTEMBER 2004

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

A DEED OF ADMISSION TO AN OMNIBUS GUARANTEE AND SET-OFF AGREEMENT
DATED 14th November 2001 (the "AGREEMENT")

Amount secured by the mortgage or charge

All moneys and liabilities then due or which might thereafter become due to Lloyds
TSB Bank plc (the "Bank") from either the Company or any one or more of the
other parties to the Agreement (other than the Bank) being at the date hereof the
following companies:-

A & M MINERALS AND METALS LIMITED:- 2427294

A & M TUNGSTEN POWDERS LIMITED:- 3674027

A & M GROUP LIMITED:- 3532828

LONDON CHEMICAL EXPORTS LIMITED:- 4213384

A & M MINERALS LIMITED:- 4213387

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

LLOYDS TSB BANK PLC, DEPT NO 9323 HORLEY
SECURITIES CENTRE, P.O. BOX 104, 13 HIGH STREET,
HORLEY, SURREY

Postcode RH6 7YA

Presentor's name address and
reference (if any): MB-59641-5P

HORLEY SECURITIES CENTRE
LLOYDS TSB BANK PLC
DX 96750 HORLEY

For official Use (02/00)
Mortgage Section

A05
COMPANIES HOUSE0636
23/09/04

Time critical reference

Please do not
write in
this margin

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

ANY SUM OR SUMS FOR THE TIME BEING STANDING TO THE CREDIT OF ANY PRESENT OR FUTURE ACCOUNT OF THE COMPANY WITH THE BANK.)

NOTE: BY CLAUSE 12(2) OF THE AGREEMENT, THE COMPANY AGREES THAT IT WOULD NOT (WITHOUT THE PRIOR WRITTEN CONSENT OF THE BANK) ASSIGN, MORTGAGE, CHARGE OR OTHERWISE CONFER UPON ANY THIRD PARTY ANY RIGHT, TITLE OR INTEREST IN OR TO ALL OR ANY OF THE ACCOUNTS FOR THE TIME BEING OF THE COMPANY WITH THE BANK OR ANY SUM OR SUMS STANDING TO THE CREDIT OF ANY ONE OR MORE OF SUCH ACCOUNTS, OR AGREE TO DO ANY SUCH THING, OR ALLOW ANY SUCH THIRD PARTY RIGHT, TITLE OR INTEREST TO SUBSIST (EXCEPT IN EACH CASE IN FAVOUR OF, OR UPON, THE BANK).

Particulars as to commission allowance or discount (note 3)

Lloyds TSB Bank plc

NIL

Horley Securities Centre,

PO Box 104,

13 High Street, Horley

Surrey. RH6 7YA

Date 22nd September 2004

Signed

[Signature]

On behalf of [company] [mortgagee/chargee]†

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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:-

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03674027

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS GUARANTEE AND SET-OFF AGREEMENT DATED 14TH NOVEMBER 2001 DATED THE 14th SEPTEMBER 2004 AND CREATED BY A & M TUNGSTEN POWDERS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd SEPTEMBER 2004.

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



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —