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CHFP025

Please do not
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Please complete
legibly, preferably
in black type, or
bold block lettering

*insert full name
of Company

COMPANIES FORM No. 395**Particulars of a mortgage or charge**

A fee of £13 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 6)

For official use

Company number

13

4847704

Name of company

* Airborne Systems Holdings Limited (the "Company")

Date of creation of the charge

24 March 2009

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

An Omnibus Guarantee and Set-Off Agreement (OGSA) dated 24 March 2009
(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:

Airborne Systems Group Limited (Company Number 4317894)
Airborne Systems Limited (Company Number 2524190)
Edlaw Limited (Company Number 3739124)
Airborne Systems Canada Limited (Company Number Federal Business No: 12200
4708 Province of Ontario Incorporation No: 1480399)
Airborne Systems NA Inc (Company Number Tax ID No: 22-3396247)
Airborne Systems North America of CA Inc (Company Number Tax ID No: 13-
3518559)
Airborne Systems North America of NJ Inc (Company Number Tax ID No: 22-
348756)
Airborne Systems North America Inc (Company Number Tax ID No: 02-0805976)

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

Lloyds TSB Bank plc
25 Gresham Street, London

Postcode EC2V 7HN

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

Eversheds LLP
1 Callaghan Square, Cardiff
CF10 5BT

2/PDV/BHE/421

Time critical reference

For official Use (06/2005)
Mortgage Section

Post room

WEDNESDAY



A9PA38NG

A22

01/04/2009

147

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

Any sum or sums for the time being standing to the credit of any one or more of any present or future accounts of the Companies or any of them with the Bank (including any accounts held in the Bank's name with any designation which includes the name(s) of the Companies or any of them) whether such accounts be denominated in sterling or in a currency or currencies other than sterling.

NOTE: By Clause 14.4 of the Agreement, the Company agreed 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).

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

Nil

Signed

Handwritten signature

Date

30 MARCH 2009

On behalf of ~~XXXXXXXX~~ [mortgagee/chargee] †

A fee is 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must 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)

Please do not
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binding margin

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

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

Company Number

4847704

Name of Company

Airborne Systems Holdings Limited

~~XXXXX~~

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

For the purposes of this form, the following words shall have the meanings ascribed to them below.

"Attorney" means Airborne Systems Group Limited (Company Number 4317894) whose registered office is at Bettws Road, Llangeinor, Bridgend, CF32 8PL;

"Companies" means the Attorney and the following companies:

Airborne Systems Holdings Limited (Company Number 4847704) whose registered office is at Bettws Road, Llangeinor, Bridgend, CF32 8PL

Airborne Systems Limited (Company Number 2524190) whose registered office is at Bettws Road, Llangeinor, Bridgend, CF32 8PL

Edlaw Limited (Company Number 3739124) whose registered office is at Bettws Road, Llangeinor, Bridgend, CF32 8PL

Airborne Systems Canada Limited (Federal Business No: 12200 4708 Province of Ontario Incorporation No: 1480399) whose registered office is at 35 Wilson Avenue, Belleville, Ontario K8P 1R7 Canada

Airborne Systems NA Inc (Tax ID No: 22-3396247) whose registered office is at 5800 Magnolia Avenue, Pennsauken, New Jersey 08109 USA

Airborne Systems North America Inc (Tax ID No: 02-0805976) whose registered office is at 5800 Magnolia Avenue, Pennsauken, New Jersey 08109 USA

Airborne Systems North America of CA Inc (Tax ID No: 13-3518559) whose registered office is at 3701 West Warner Avenue, Santa Ana, California 92704 USA

Airborne Systems North America of NJ Inc (Tax ID No: 22-348756) whose registered office is at 5800 Magnolia Avenue, Pennsauken, New Jersey 08109 USA



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4847704
CHARGE NO. 3**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN OMNIBUS GUARANTEE AND
SET-OFF AGREEMENT DATED 24 MARCH 2009 AND CREATED
BY AIRBORNE SYSTEMS HOLDINGS LIMITED FOR SECURING
ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY
AND/OR ALL OR ANY OF THE COMPANIES NAMED THEREIN
TO LLOYDS TSB BANK PLC WAS REGISTERED PURSUANT TO
CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 1
APRIL 2009**

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5 APRIL 2009



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**