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COMPANIES FORM No. 402

CR53

402

Particulars of a mortgage or charge

Pursuant to Article 402(1) of the Companies (Northern Ireland) Order 1986

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

To the Registrar of Companies

For official use

Company Number

NI047142

* insert full name of
company

Name of company

*Knysna (N.I.) Limited

Date of creation of the charge

24th September 2009

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

Debenture

Amount secured by the mortgage or charge

All monies

DEPARTMENT OF ENTERPRISE
TRADE & INVESTMENT
COMPANIES REGISTRY

25 SEP 2009

COUNTER RECEIVED

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

The Governor & Company of the Bank of Ireland

Lower Baggot Street

DUBLIN

Postcode See attached sheet.

Presentor's name, address and
Reference (if any):2315/LE/JLC
O'Hare Solicitors
37-41 High Street
Belfast
BT1 2ABFor official use
Public Office

Mortgage Section

Short particulars of all the property mortgaged or charged

See attached sheet.

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)

None

Signed

CHARTER SOLICITORS

Date

24.09.09

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 (Article 402). 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 (Article 405). 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 (Article 405), 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 Article 405(4) applies (property situate in Great Britain) and Form No.405 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 Box 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 are insufficient the particulars must be entered on the prescribed continuation sheet.

As security for payment, the Company as Beneficial Owner,

- (a) By way of a floating charge, all the Company's undertaking, property and assets whatsoever and wheresoever both present and future including goodwill and its uncalled capital.
- (b) By way of a floating charge, all its estate or interest legal or equitable in all other freehold or leasehold property all profits a prendre, easements, rights of way, rights under covenants, agreements, undertakings and indemnities and rights to compensation, statutory or otherwise, or income attaching thereto which shall at any time in the future become the property of the Company and all present and future proceeds of insurance receivable by the Company and the goodwill and uncalled capital of the Company both present and future.

The charge created by the Debenture are as regards the premises stated at (b) above are described as a fixed first charge and as regards all those parts of the premises described at (b) above then vested in the Company constitute a charge by way of legal mortgage thereon.

The Debenture did provide that the Company may or may not without the consent in writing of the Bank:

- (1) Sell, assign or otherwise dispose of any property charged by the Debenture as a specific charge or any of its book debts and other receivables in favour of any person
- (2) Create a second or subsequent Mortgage or Charge of any freehold or leasehold property hereby charged as a specific charge.

By Clause 1 of the Debenture the Company covenanted that it would pay into its account or accounts with the Bank all moneys which it might receive on foot of bills of exchange promissory notes loans credits advances leasing guarantees indemnities interest commission discount liability in connection with foreign exchange transactions Bank charges or otherwise howsoever and whether the Company shall be liable therefore alone or jointly with any other person or persons as principal or surety together with interest as hereinafter provided.

The Governor and Company of the Bank of Ireland may, at any time, by notice in writing to the Company, convert the floating charge contained in the Debenture into a first fixed charge over all the property assets and rights for the time being subject to the said floating charge or over so much of same as is specified in the notice.

The Governor and Company of the Bank of Ireland has certain rights under the Debenture to appoint a receiver or an administrative receiver of the Company.



NI047142

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE

Pursuant to Article 409(3) of the
Companies (Northern Ireland) Order 1986

I HEREBY CERTIFY that a Debenture dated
the TWENTY-FOURTH day of SEPTEMBER two-thousand and NINE and created
by

KNYSNA (N.I.) LIMITED

for securing all moneys now due, or hereafter to become due,
or from time to time accruing due from the Company to

THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND

on any account whatsoever, was this day REGISTERED pursuant to
Part XIII of the Companies (Northern Ireland) Order 1986.

Given under my hand at Belfast, this the TWENTY-FIFTH day of SEPTEMBER
two-thousand and NINE

A handwritten signature in black ink, reading "Louise Hunter".

for the Registrar of
Companies for Northern Ireland