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COMPANIES FORM No. 410(Scot)

**Particulars of a charge created  
by a company registered in Scotland****410**

Please do not  
write in  
this margin

Pursuant to section 410 of the Companies Act 1985

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

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

For official use

Company number

[ 1 1 7 ]

138807

Name of company

\* BARRHEAD SANITARY WARE plc

\* insert full name  
of company

Date of creation of the charge (note 1)

28th March 1994

Description of the instrument (if any) creating or evidencing the charge (note 1)

Bond and Floating Charge

Amount secured by the charge

All monies and liabilities which now are or which at any time or times  
may become due or owing or incurred to Baxi Partnership Limited

Names and addresses of the persons entitled to the charge

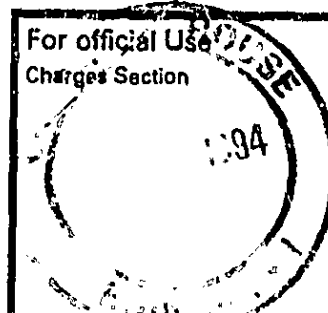
Baxi Partnership Limited, Browndge Road, Bamber Bridge,  
Preston, PR5 6SN

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

Messrs. Boyds, Solicitors  
36 Renfield Street  
Glasgow, G2 1ND  
8, FN.AM.

041 221 8251

For official Use  
Charges Section



Post room

Short particulars of all the property charged.

Please do not  
write in  
this margin

The whole of the property (including uncalled capital) which is or may be from time to time comprised in the property and undertaking of the Company

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

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

This charge, unless otherwise agreed in writing by Baxi Partnership Limited and subject to Sub-Section (2) of Section 464 of the Companies Act 1985 to rank in priority to any fixed security within the meaning of Sub-Section (1) of Section 486 of the Companies Act 1985 which shall be created by the Company after the date of the Charge and to any other floating charge save for the Floating Charge granted by the Company in favour of Clydesdale Bank PLC dated 19th February 1993 and registered 1st March 1993 which shall rank in priority to the Floating Charge hereby created and provided that any Standard Security or other fixed security created or to be created by the Company in favour of Baxi Partnership Limited shall rank in priority to the Floating Charge hereby created.

Particulars as to commission, allowance or discount paid (see section 413(3))

n/a

Signed

*R. S. J. L.*

Date

6/4/94

On behalf of (company) chargee.

#### Notes

\* delete as  
appropriate

1. A description of the instrument (e.g. 'Standard Security', 'Floating Charge' etc) should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples — date of signing of an Instrument of Charge, date of recording/registration of a Standard Security, date of intimation of an Assignment)

2. In the case of a floating charge a statement should be given of: (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and/or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it.

3. A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered.

4. A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.

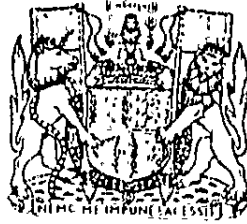
5. The address of the Registrar of Companies is

Companies Registration Office

12, Colindale Avenue

London NW9 1EQ

FILE COPY



**CERTIFICATE OF THE REGISTRATION  
OF A CHARGE**

Company number 138807

I hereby certify that a charge created by

BARRHEAD SANITARY WARE PLC

on 28 MARCH 1994

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of BAXI PARTNERSHIP LIMITED

was delivered pursuant to section 410 of the Companies Act, 1985,  
on 7 APRIL 1994

Signed at Edinburgh  
8 APRIL 1994

A. Moffatt  
For Registrar of Companies



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