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COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

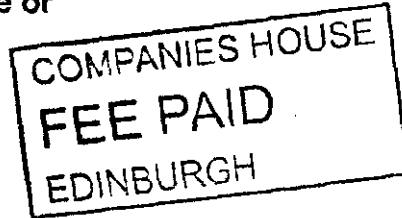
410

A fee of £13 is payable to Companies House in
respect of each register entry for a mortgage or
charge

CHFP025

Please do not
write in this
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Pursuant to section 410 of the Companies Act 1985



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

For official use

Company number

112

SC178677

Name of company

* Nexus Precision Engineering Limited (the "Company")

Date of creation of the charge (note 1)

3 June 2009

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

Floating Charge (the "Charge")

Amount secured by the charge

All sums and obligations which may be due by the Company from time to time to the Bank whether solely or jointly with any company, firm or other person, whether as principal or surety and whether actually or contingently, including, without prejudice to the foregoing generality, sums and obligations for which the Company are or may become liable to the Bank upon any banking account anywhere operated upon by the Company or with the Company's authority and upon bills, promissory notes, letters of credit, guarantees and other documents or any kind, and all interest, discount, commission and banking charges.

Names and addresses of the persons entitled to the charge

Clydesdale Bank Public Limited Company, having their registered office at Thirty Saint Vincent Place, Glasgow (the "Bank")

Presenter's name address telephone
number and reference (if any):
DLA Piper Scotland LLP
249 West George Street
GLASGOW
G2 4RB

0141 305 5447
84921/120031/JC

For official use (02/06)
Charges Section

Post room

WEDNESDAY



SCT 17/06/2009 34
COMPANIES HOUSE

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

* insert full name
of company

If there is not enough
space on this form
you may use the
prescribed
continuation sheet
410cs

Short particulars of all the property charged.

The whole of the property which is, or may be from time to time while the Charge is in force, comprised in the Company's property and undertaking, including the Company's uncalled capital for the time being (the "Assets")

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write in
this margin

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)

Except as therein otherwise provided or as may hereafter be otherwise agreed in writing by the Bank, the Charge shall rank in priority to any fixed security as defined in the Companies Act 1985, or any statutory amendment or re-enactment thereof for the time being in force and any other floating charge, being a fixed security or floating charge which shall have been created the Company after the execution of the Charge.

Without the previous written consent of the Bank, the Company shall not be entitled or at liberty to create or grant such fixed security or floating charge or any other security, mortgage or charge affecting the Company's assets or any part thereof, heritable or moveable, or to sell, dispose of or deal with, otherwise than in the ordinary course of the Company's business and for the purpose of carrying on the same, the Company's book or other debts, securities for money or any other part of the Company's assets, heritable or moveable, declaring that the sale or assignation or other disposal of any such debts or securities in connection with the factoring or discounting therefore shall not be deemed to be in the ordinary course of business.

Any fixed security already subsisting in favour of the Bank or which may at any time hereafter be granted by the Company in favour of the Bank shall rank in priority to the Charge.

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

n/a

A fee is payable
to Companies
House in respect
of each register
entry for a
mortgage or
charge.
(See Note 5)

Signed DLA Piper

Date 16 June 2009

On behalf of ~~XXXXXX~~ [chargee] †

Notes

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

6. The address of the Registrar of Companies is: Companies House, 139 Fountainbridge, Edinburgh EH3 9FF
DX 235 Edinburgh or LP - 4 Edinburgh 2

† delete as
appropriate



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 178677

CHARGE NO. 2

I HEREBY CERTIFY THAT A CHARGE CREATED BY NEXUS
PRECISION ENGINEERING LIMITED

ON 3 JUNE 2009

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF CLYDESDALE BANK PLC

WAS DELIVERED PURSUANT TO SECTION 410 OF THE
COMPANIES ACT 1985 ON 17 JUNE 2009

GIVEN AT COMPANIES HOUSE, EDINBURGH 18 JUNE 2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES