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COMPANIES FORM No. 466(Scot)

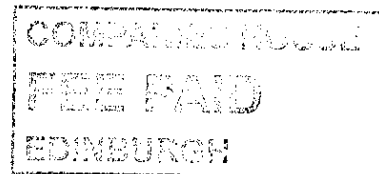
466

Particulars of an instrument of alteration to a floating charge created by a company registered in Scotland

CHFP025

Please do not
write in this
margin

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.



Pursuant to section 410 and 466 of the Companies Act 1985

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] [2]

SC206005

Name of company

ASSEMBLY SOLUTIONS & TOOLS LIMITED

* insert full name
of company

Date of creation of the charge (note 1)

10 OCTOBER 2003

Description of the instrument creating or evidencing the charge or of any ancillary document which has been altered (note 1)

BOND & FLOATING CHARGE

Names of the persons entitled to charge

UK STEEL ENTERPRISE LIMITED
THE INNOVATION CENTRE
217 PORTOBELLO
SHEFFIELD
S1 4DP

Short particulars of all the property charged

THE WHOLE OF THE PROPERTY (INCLUDING UNCALLED CAPITAL AND PROPERTY HELD IN TRUST) WHICH IS OR MAY BE FROM TIME TO TIME WHILE THIS INSTRUMENT IS IN FORCE COMPRISED IN THE PROPERTY AND UNDERTAKING OF THE COMPANY.

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

MACDONALD HENDERSON
STANDARD BUILDINGS
94 HOPE STREET
GLASGOW, G2 6PH
DX GW 255
TEL: 0141 248 4957
REF: EC/U8.1A

For official use
Charges Section

Post room



Names, and addresses of the persons who have executed the instrument of alteration (note 2)

ASSEMBLY SOLUTIONS & TOOLS LIMITED, UNIT 1 & 2, GROVEWOOD BUSINESS CENTRE,
WREN COURT, STRATHCLYDE BUSINESS PARK, BELLSHILL, ML4 3NQ ("THE BORROWERS")

THE CLYDESDALE BANK PLC, 30 ST VINCENT PLACE, GLASGOW ("THE BANK")

UK STEEL ENTERPRISE LIMITED, THE INNOVATION CENTRE, 217 PORTOBELLO,
SHEFFIELD, S1 4DP ("UKSE")

*Please do not
write in
this margin*

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

Date(s) of execution of the instrument of alteration

THE BORROWERS - 10 OCTOBER 2003

THE BANK - 28 OCTOBER 2003

UKSE - 17 NOVEMBER 2003

A statement of the provisions, if any, imposed by the instrument of alteration prohibiting or restricting the creation by the company of any fixed security or any other floating charge having, priority over, or ranking pari passu with the floating charge

N/A

Short particulars of any property released from the floating charge

N/A

The amount, if any, by which the amount secured by the floating charge has been increased

N/A

Please do not
write in
this margin

A statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

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

THE SECURITIES SHALL RANK IN THE FOLLOWING ORDER OF PRIORITY:

FIRST, THE BANK FLOATING CHARGE TO THE EXTENT OF THE BANK FIRST SECURITY LIMIT;

SECOND, THE BANK FLOATING CHARGE TO THE EXTENT OF THE BANK SECOND SECURITY LIMIT; AND

THIRD, THE UKSE FLOATING CHARGE;

WHERE:

"BANK FLOATING CHARGE" MEANS THE FLOATING CHARGE GRANTED BY THE BORROWERS IN FAVOUR OF THE BANK DATED 29 JUNE 2000 AND REGISTERED WITH THE REGISTRAR OF COMPANIES ON 11 JULY 2000;

"BANK FIRST SECURITY LIMIT" MEANS ALL MONIES DUE TO THE BORROWERS IN RELATION TO GOODS WHICH HAVE BEEN SUPPLIED OR ARE TO BE SUPPLIED IN THE UNITED KINGDOM, THE EUROPEAN COMMUNITY AND ANY OTHER COUNTRY APPROVED BY THE BANK;

"BANK SECOND SECURITY LIMIT" MEANS TWENTY THOUSAND POUNDS (£20,000) STERLING OF PRINCIPAL WITH ONE YEAR'S INTEREST THEREON AND EXPENSES.

Continuation of the statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

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write in
this margin

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

A fee of £10 is
payable to
Companies House
in respect of each
register entry for a
mortgage or
charge.
(See Note 5)

† delete as
appropriate

Signed  Date 18 NOVEMBER 2003

On behalf of [~~company~~] [chargee] †

Notes

1. A description of the instrument e.g. "Instrument of Charge" "Debenture" etc, as the case may be, should be given. For the date of creation of a charge see section 410(5) of the Companies Act.
2. In accordance with section 466(1) the instrument of alteration should be executed by the company, the holder of the charge and the holder of any other charge (including a fixed security) which would be adversely affected by the alteration.
3. A certified copy of the instrument of alteration, 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 execution of that instrument.
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. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:-
Companies Registration Office, 37 Castle Terrace, Edinburgh, EH1 2EB

FILE COPY



CERTIFICATE OF THE REGISTRATION OF AN ALTERATION TO A FLOATING CHARGE

Company number 206005

I hereby certify that particulars of an instrument of alteration dated
17 NOVEMBER 2003

were delivered pursuant to section 410 of the Companies Act, 1985,
on 19 NOVEMBER 2003.

The instrument relates to a charge created on 10 OCTOBER 2003

by ASSEMBLY SOLUTIONS & TOOLS LIMITED

in favour of UK STEEL ENTERPRISE LIMITED

for securing ALL SUMS DUE, OR TO BECOME DUE

Given at Companies House, Edinburgh
21 NOVEMBER 2003



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



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC206005 CHARGE: 2

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
14/10/2003		10/10/03 BOND & FLOATING CHARGE		ALL SUMS DUE, OR TO BECOME DUE	UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE OF THE COMPANY INCLUDING UNCALLED CAPITAL	UK STEEL ENTERPRISE LIMITED

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC206005 CHARGE: 2

(8)	(9)	(10)	(11)	(12)		
In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	In the case of a floating charge, a statement of 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 the subject of the floating charge or any part of it.	Amount or rate per cent of the Commission Allowance or discount	Memoranda of Satisfaction	Receiver		
				Name	Date of Appointment	Date of Ceasing to act
<p>COMPANY ARE EXPRESSLY PROHIBITED FROM CREATING SUBSEQUENT FIXED SECURITY HAVING PRIORITY OVER OR RANKING EQUALLY WITH THE FLOATING CHARGE</p>						

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC206005 CHARGE: 2

Instruments of Alteration to a Floating Charge

(13) Date of Execution	(14) Names of the persons who have executed the instrument	(15) The provisions, if any, prohibiting or restricting the creation by the Company of any fixed security or any other floating charge having priority over, or ranking <i>par passu</i> with, the floating charge.	(16) The provisions, if any, varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges.	(17) Short particulars of any property released from the floating charge	(18) The amount, if any, by which the amount secured by the floating charge has been increased. £
	UK STEEL ENTERPRISE LIMITED CLYDESDALE BANK PUBLIC LIMITED COMPANY ASSEMBLY SOLUTIONS & TOOLS LIMITED				