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CHFP041

COMPANIES FORM No. 395

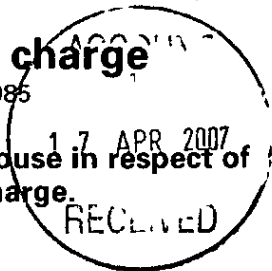
00400134

395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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



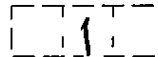
Please do not write in this margin

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

* Insert full name of company

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

For official use Company number



05755850

Name of company

* CAPARO AP BRAKING LIMITED

Date of creation of the charge

29 March 2007

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

Mortgage

Amount secured by the mortgage or charge

£700,000 and all other sums due to the mortgagee by the company on any account

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

Barclays Bank PLC c/o Barclays Mercantile Business Finance Limited
Churchill Plaza, Churchill Way,
Basingstoke, Hampshire

Postcode RG21 7GP

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

HM Whitbourne
Legal Services
Barclays Mercantile
DX 3009
Basingstoke

Time critical reference

For official use

Mortgage section Post room

A51 *A38WGOSD* 17/04/2007 397
COMPANIES HOUSE

395-1/2

Short particulars of all the property mortgaged or charged

The items as listed on the Schedule attached together with all accessories and component parts and all improvements and renewals thereof together also with all books, manuals, handbooks, technical data, drawings, schedules and other documentation (or any amendments to them) belonging to the above items

The mortgage contains a covenant by the company not to create or allow to arise in respect of the above items any mortgage, charge, pledge, lien or other encumbrance

Please do not write in this margin

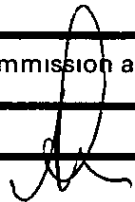
Please complete legibly, preferably in black type or bold block lettering

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed



Date 16-04-2007

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 (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 Cheques and Postal Orders are to be made payable to **Companies House**
- 6 The address of the Registrar of Companies is -
Companies House, Crown Way, Cardiff CF4 3UZ

SCHEDULE - THE GOODS

BRAKE CALIPER/ASSEMBLY

Cell 1

Bespoke calliper fastening rig
with two spindles
plc controls
plant number 12766 (1996)

Bespoke two station low and high pressure
test
free flow test and piston torque test machine,
including
- component date
- stamp on pass
- GUARDSCAN machine guard
- plc control
plant number 12765 (1995)
P J HARE LTD AM300 pneumatic press
serial number 77B9003

1 5 metre x 330 millimetre gravity feed roll
conveyor

Pad gap test fixture

Cell 2

Bespoke calliper fastening rig
with two spindles
and plc controls
plant serial number 11585 - 1988

Bespoke two station low and high pressure
test
free flow test and piston torque test machine,
including
- component date
- stamp on pass
- LC automation machine guard
- plc control
plant number 11596 (1989)
P J HARE LTD AM150 pneumatic press
serial number 7A0662

1 5 metre x 330 millimetre gravity feed roll
conveyor
Pad gap test fixture

Cell 3

Bespoke two station low and high pressure test
free flow test and piston torque test machine,
including
- component date
- stamp on pass
- LC automation machine guard
- plc control
plant number 11584 (1988)
Number one bench mounted arbour press
Pad gap test fixture
15 Various pad gap test fixtures

HOSE ASSEMBLY

Staking and Crimping Area

HOBLEY automatic staking rig
plant number 12905 (1997)

MOSS single head pneumatic crimping machine
Bespoke single head pneumatic crimping machine

Hose Assembly Line 1C

3 FINN-POWER CC22IS20 single head hose crimping machine including hydraulic power packs
plant number HY0138-2/3/4 (2004)

A C HYDRAULICS purpose built banjo bending machine
plant number BJ48455

Bespoke hose fitting assembly machine with quality control camera and air flow check facility
plant number HY0138-5

Hose Assembly Line 1A

Unknown 20 hose 'wet' pressure/leak test machine
plant number unknown

Bespoke hose fitting assembly machine with quality control camera and air flow check facility
plant number 03-0002-000
A B HOBLEY 12 hose 'dry' pressure/leak test machine with
2 FC090-2 Sovereign leak detection units
plant number unknown (1998)

TS Hose Line

3 Bespoke single head crimping machines
plant number 030 0003-00

8 SCHMIDT buffer insertion machines

TECHMAFLEX BSA PC108 single head
crimping machine
plant number 03-0006-00

AC HYDRAULICS purpose-built banjo
bending machine
plant number unknown

MECELEC design D1930M production hose
dry test machine with 2 x 3 test points and
computer controls
serial number D1930 (2004)

Bespoke hose fitting assembly machine with
quality control camera and
air flow check facility
plant number unknown

Hose Assembly Line 3

F W MOSS LTD M777 twenty-station 'wet'
production hose leak test machine
serial number 8349 (1975)

Hose Assembly Line 4

TECHMAFLEX BSA PE32 single head
crimping machine

MOSS 8159 M777
twenty-station 'wet' production hose leak test
machine
serial number 8348 (1975)

Bespoke eighteen-station 'wet' production
hose leak test machine
plant number 12726

Hose Assembly Line 2

MOSS twenty-station 'wet' production hose
leak test machine
plant number 8347

A C HYDRAULICS purpose built banjo
bending machine
serial number unknown

Bespoke hose fitting assembly machine with
quality control camera and
air flow check facility
plant number unknown

2 off Camera check rigs

Bespoke cylinder vacuum, flow and leak test machine
plant number 08484

Slave cylinder vacuum, flow and leak test machine
plant number 09368

Research and Development

FOUNDRAx BRIN 200M Brinell hardness tester

serial number 1295136
(1951)

MITUTOYO MVK-H1
hardness testing machine
serial number 230841
with indentavision system
(1996)

2 BUEHLER METASERV Motopol single plate grinder and polisher

STANTON REDCROFT STA 780
thermal analyser with
706 temperature programmer
personal computer control and
plotter printer

ISOFLOW fume cabinet with
digital airflow monitor
approximately 1.7m x 600mm x 600mm

PERKIN ELMER 16PC FT-IR
infra red spectrometer
serial number 14766
with personal computer control and
printer

VARIAN SPECTRAA 220 FS atomic
absorption spectrometer with
SPS 5 sample preparation system
fume extraction and
computer control with
printer

METTLER TOLEDO DL38 titrator
serial number unknown

VARIAN STAR 3400CX auto sampler
chromatograph with
personal computer control
serial number unknown

PHILIPS PU8675 V13 spectrometer

HILGER ANALYTICAL Polyvac spark
emission spectrophotometer
E982C/404 with
personal computer control and
printer

INSTRON 4206 tensile test machine with
personal computer control and
printer
5kN, 150kN and 30kN load cells
serial number unknown
(1992)

SWAN laboratory chest freezer
-45°C

HUSSMAN CRYOTECHNICS L T freezer
-40°C

PRESCOLD
-40°C industrial chest freezer

Bespoke Axel control valve rig

SERVO plotting rig with
electric controls

CARBOLITE oven
250°C
plant number 09327

CARBOLITE oven GP380A
250°C
plant number 20-401201

ESM testing electro servo hydraulic tensile
machine
2000kN
serial number ER186 an
95L/P min hyd power pack

FYLDE rack test unit
serial number 805-882

2 FYLDE rack test units
serial numbers 805-881, 805-880

DAQUIRE X Y platter simulator with
FYLDE rack test unit

DAQUIRE X Y plotter simulator with
FYLDE rack test unit

VBOX Satellite speed and acceleration
monitor

MICROMOVEMENTS M4000

Fifteen channel data logger

MICROMOVEMENTS M1000 24D

Twenty four channel amplifier rack

3 FYLDE racks

HEWLETT PACKARD 35670A

Dynamic signal analyser and
plotter

2 C+W SF/1000

salt fog machines with control
serial number 01/61992, 01/84795

METROLOGY

TESA MODUL slip gauge calibrator

TAYLOR HOBSON Talyrand 2000

roundness test machine

CARL ZEISS VLM 01-600D metrascope

serial number 6012

TAYLOR HOBSON Talyrand 5-120 surface

finish tester

TESA XCEL 7-10-7 bridge type

CMM 700 x 1000 x 700 with

RENSHAW PH10MQ head,

8 probes and ACRI rack

serial number 1092-111

3 BUDENBERG dead weight machines

Actuation and Drum Brake Assembly

Bespoke body and plunger sub-assembly

leak test rig

serial number 09360

Manual valve leak test rig with

X-Y plotter

10 Bespoke valve leak test rigs

serial numbers

09358

08844

09091

09361

05330

09485

EM731

12386

10057

09359

HYDRO-PNEUMATICS LTD manual valve

leak test rig with

vacuum

serial number 05165 - 1965

16. Bespoke valve leak test rigs with

vacuum

serial numbers

08847

09363

09088

09757

Unknown

09495

09344

05653

05652

07517

08485

08806

08805

Unknown

MASTONAIR M2710 staking machines

4 Bespoke portable lancing presses with

leak test facility

MOSS rim roller and

test rig

serial number M85249 - 1984

MOSS integrating test rig for master

cylinder and

Servo

serial number 3641 - 1985

plant number 10123

Main Factory

CHIRON model FZ15W vertical spindle
CNC
machining centre
20 station ATC
SIEMENS controls
swarf conveyor
coolant equipment
serial number 144-44 (2001)
CHIRON model FZ15W vertical spindle
CNC
machining centre
20 station ATC
SIEMENS controls
swarf conveyor
coolant equipment
serial number 144-65 (2001)
CHIRON model FZ15W vertical spindle
CNC
machining centre
20 station ATC
SIEMENS controls
swarf conveyor
coolant equipment
serial number 146-11 (2001)
CHIRON model FZ15W vertical spindle
CNC
machining centre
20 station ATC
SIEMENS controls
swarf conveyor
coolant equipment
serial number 144-66 (2001)
CHIRON model FZ15W vertical spindle
CNC
machining centre
20 station ATC
SIEMENS controls
swarf conveyor
coolant equipment
serial number 144-45 (2001)
CHIRON model FZ12W vertical spindle
machining centre
12 station ATC
Fanuc series OM controls
coolant equipment
serial number PM 182-34 (1996)

CJU Model unknown facing & burring
machine
serial number unknown

ZOLLER model H4011/20 precision tool
setting machine fitted
with Too-Chek 200 digital readout
and equipment
serial number R4011/20 (1996)

KRYLE model VMC 5354 vertical spindle
machining centre
Fanuc series OM controls
serial number X30914 (1994)

BSA TOOLS model 65 CNC lathe
chuck 7"
12 station turret
Siemens sinumeric controls
serial number 1429

TRAUB model TNC 30 DG CNC lathe
primary spindle - collet chuck
2nd operation spindle - collet chuck
2 12 station tool turret
TRAUB system TX 8F controls
Suh systems component discharge conveyor
TRAUB model STAMAG-DN26 magazine
bar feed
swarf conveyor
serial number 459 (1996)

TRAUB model TNC 30 DG CNC lathe
primary spindle - collet chuck
2nd operation spindle - collet chuck
2 12 station tool turret
TRAUB system TX 8F controls
Suh systems component discharge conveyor
TRAUB model STAMAG-DN26 magazine
bar feed
swarf conveyor
serial number 458 (1996)

TRAUB model TNM 28 CNC lathe
collet chuck
6 station tool turret
4 headstock mounted radial tools (swiss
turning arrangement)
TRAUB TX8H controls
Suh systems component discharge conveyor
TRAUB magazine bar feed
serial number 124 (1995)

TRAUB model TNM 28 CNC lathe
collet chuck
6 station tool turret
4 headstock mounted radial tools (swiss
turning arrangement)
TRAUB TX8H controls
Suh systems component discharge conveyor
TRAUB magazine bar feed
serial number 123 (1995)

TRAUB model TMC30 DGY CNC lathe
primary spindle - collet chuck
second operation spindle - collet chuck
2: 12 station tool turret
TRAUB system TX8F controls
SUM systems component discharge
conveyor
TRAUB model STANAG DN26 magazine
bar feed
serial number 390 (1994)
TRAUB model TNS 26 DG CNC lathe
(not in use/under repair)
serial number 341 (1993)

TRAUB model TNC 30 DGY CNC lathe
primary spindle - collet chuck
second operation spindle - collet chuck
2 12 station tool turret
Traub system TX8F controls
Suh systems component discharge conveyor
IEMCA CNC Boss 542/32 magazine bar
feed
serial number 475(1996)
TRAUB model TNC 42/65 DGY CNC lathe
primary spindle - collet chuck
second operation spindle - collet chuck
2 12 station tool turret
TRAUB system TX8F controls
Suh systems component discharge conveyor
IEMCA CNC Boss 542/32 magazine bar
feed
serial number 413 (1996)
BATTY SHADOWMASTER model
BM20XL
optical profile project
fitted with METRONIC 202 3 axis DRO
serial number 2361
POLLARD model 150A/4 4 spindle pilling
drill
serial number 30696B

WICKMAN model 1 $\frac{3}{8}$ " - 6 spindle
automatic lathe
fitted with ANILAM 4200T robot controls
(driving one robot slide only)
ACS air cleaner
serial number A242X138

WICKMAN model 1 $\frac{3}{8}$ " - 6 spindle
automatic lathe
serial number 16000

WICKMAN model 1 $\frac{3}{8}$ " spindle automatic
lathe
serial number 16000

WICKMAN model 1 $\frac{3}{8}$ " - 6 spindle
automatic lathe
serial number 16000

DAEWOO model Puma 200B CNC lathe
200mm diameter 3 jaw chuck
12 station tool turret
Fanuc series OT controls
serial number PM200158 (1997)

WICKMAN SCRIVENER model number 2J
centreless grinding machine
serial number 660447

WICKMAN SCRIVENER model number 2J
centreless grinding machine
serial number 690776

PEE-WEE model II/6ZP12 thread rolling
machine
serial number 7558 (1966)

POWER WASH SYSTEMS through feed
gas fired component washing machine
serial number 10258

DIEDESHEIM model L5A575 multi head
drilling
and facing machine
serial number 11977

CINCINNATI model Powermatic 100
horizontal spindle production milling
machine
serial number 11BIPIAFE-43

ARCHDALE heavy duty multi spindle
drilling machine
serial number MD3269

POLLARD model 15EY 4 spindle pillar
drill
serial number 21306

WAVIS rotary transfer machine
5 machining stations, each fitted with 4 drill
spindles
serial number W9688

MECWASH SYSTEMS automated
component washing machine
serial number W335 (1995)

TRAUB model TNC 42/65DG CNC lathe
primary spindle - collet chuck
second operation spindle - collet chuck
2 12 station tool turret
Traub system TX8F controls
Suh systems component discharge conveyor
bar feed (single bar)
serial number 251 (1995)

Purpose built model temp hydraulic test
bench
serial number 12696
DELEPENA model VHM-18 semi
automated vertical spindle honing machine
serial number WDZIL173

GEHRING model KS-2501-2 twin vertical
spindle semi automatic honing machine
serial number 720/490

SURTECH endless belt (3" x 90")
centre-less finishing machine
with motorised drive/control wheel
and dust extractor
serial number unknown

POLLARD model 15EY/LY 4 spindle pillar
drill
serial number 27217A
2 of CHELTENHAM model T210 induction
heating machine generators
with purpose built fixture bench
and fume extraction equipment
serial number IR10016 (1995)
serial number IT10017 (1995)

HARRISON model M300 6 5" x 48" 5S and
5C lathe
serial number 307202

DEAN SMITH AND GRACE
type 1307 x 40 7 5" x 40" SS & SC lathe
serial number unknown

DECKEL model FP4M universal milling
machine fitted
with HEIDENHAIN 3 axis DRO
serial number 2203-7254

HURON model NU3 universal knuckle head
milling machine fitted
with HEIDENHAIN 2 axis DRO
serial number 74587 (1976)

SCHUTTE model WV405 CNC tool and
cutter grinder
serial number 1 (1996)

CATMUR model 2"C jig grinder jig
grinding machine fitted
with FERRANTI 2 axis DRO
serial number 275

ELGA 6mm x 2000mm capacity hydraulic
guillotine
serial number 6146502

EDWARDS 46" x 40" manual bending
machine
serial number unknown
TRIPET MAR 200 internal cylindrical
grinding machine
serial number 7900-12-85

KELLENBERGER model 600 UR universal
internal
and external universal grinding machine
serial number 893

JONES AND SHIPMAN model 1400 LAR
8" x 24" horizontal spindle surface grinding
machine fitted
with HEIDENHAIN 2 axis DRO
and PG OPTIDRESS wheel dressing
attachment
serial number B016047

DONAU model R32 radial arm drilling
machine
serial number 713-1
2 Purpose built pneumatic assembly press
serial number unknown

Mazak Machining Area

MICROEXCEL model Tessa 30 bridge type
cmm machine with pc, printer and Renishaw
probe
serial number 111072

Purpose built pierce and peen machine
serial number unknown

ZOLLER model Bravo 2 tool setting
machine fitted with two axis dro
serial number unknown

WORTHINGTON CREYSSENSAC model
Rollair 1000 AE 500T received mounted
rotary screw air compressor
with refrigerated air dryer mounted on wms
air receiver
serial number 62203DD703

2off MAZAK model Mazatech FH480
horizontal spindle machining centres
160 station tool change carousel
MAZATROL M Plus controls
coolant equipment
swarf conveyors
serial number 117997 (1996)
serial number 117996 (1996)

MAZAK flexible manufacturing automated
pallet storage and loading system
comprising,
45 station pallet rack
motorised pallet pick and place robot
2 loading station (work to fixture/pallet into
FMS)

MASAK model Intelligent Mazatrol FMS
control unit

serial number 96311 7996

2 MAZAK model H400N horizontal
spindle machining centre

30 station tool change carousel

MAZATROL M32 controls

2 station revolving pallet

coolant equipment

serial number 11716 (1994)

serial number 95968 (1990)

Mazak H400N horizontal machining centre

Mazak H400N horizontal machining centre

RANSOHOFF component washing machine

serial number 1029 (2004)

Sub-Warehouse

2 WORTHINGTON CREYSSENSAL
model Rollair 1000 packaged rotary screw
air compressor
serial numbers 6220362902/WC0100439
and 6220362902/WCO100434

WORTHINGTON CREYSSENSAC model
Rollair 1500 AE packaged rotary screw air
compressor
serial number 414472 (1997)

LINK model 51M boltless pallet racking
comprising
- 10 4m x 1 2m end frames
- 44 2-3m beams

Main Warehouse

LINK model 51H boltless pallet racking
comprising
- 64 6 5m x 1 2m end frames
- 478 2 3m beams

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No 05755850

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DATED THE 29th MARCH 2007 AND CREATED BY CAPARO AP BRAKING LIMITED FOR SECURING £700,000 AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17th APRIL 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th APRIL 2007

CJR
DX



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —