

# M

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

012434 / #13  
**395**

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 margin

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

\*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[2] [5] [1]

00019628

Name of company

\* Cosalt plc, Fish Dock Road, Grimsby, North East Lincolnshire (the "Chargor")

Date of creation of the charge

6 May 2009

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

the standard security between the Chargor and the Pensions Trustees dated 8 April 2009 (the "Charge")

Amount secured by the mortgage or charge

comp

The payment, discharge and performance of all present and future sums, liabilities and obligations whatsoever (actual or contingent) payable, owing, due or incurred by the Chargor or any other Obligor to the Pension Trustees or any of them individually under in connection with the Cosalt Retirement Plan (including, without limitation, under or in connection with the Pension Security Documents) whether or not matured and whether or not liquidated (the "Secured Obligations")

(see Appendix for defined terms)

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

the Pension Trustees (see appendix for defined term including address)

Postcode

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

Pinsent Masons LLP  
Third Floor, Quay 2  
139 Fountainbridge  
Edinburgh  
EH3 9QG

Time critical reference

For official Use (02/00)  
Mortgage Section

TUESDAY



A10  
12/05/2009  
COMPANIES HOUSE 29

Short particulars of all the property mortgaged or charged

18 Palmerston Road, Aberdeen, as described in the Charge

Please do not write in this margin

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

7

Particulars as to commission allowance or discount (note 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

FOR AND ON BEHALF Date 11 May 2009

OF PINJOT MASONRY LLP.

On behalf of ~~XXXXXXXXXXXXXXXXXX~~ (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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

## THE PENSION TRUSTEES OF THE COSALT RETIREMENT PLAN

### Appendix to form 395

#### 1. DEFINITIONS

Unless otherwise specified in this Form 395 (including in this Appendix) all defined terms have the following meaning (singular terms are incorporated by use of the plural and vice versa):

<b>"Bond and Floating Charge"</b>	means the bond and floating charge dated 26 March 2009 and entered into by the Chargor in favour of the Pension Trustees
<b>"Cosalt Retirement Plan"</b>	means The Cosalt Plc Retirement Benefits Plan, established with effect from 17 December 1957 and as at 26 March 2009, governed by a definitive trust deed and rules dated 24 March 2000 (as amended)
<b>"Debenture"</b>	has the meaning given to it in the Facilities Agreement
<b>"Facilities Agreement"</b>	means a £39,000,000 facilities agreement dated 26 March 2009 between, amongst others, the Chargor and the companies listed in Schedule 1 of the Charge (as Obligors), HSBC Bank plc and The Royal Bank of Scotland plc (as mandated lead arrangers), HSBC Bank plc and National Westminster Bank plc (as Lenders), The Royal Bank of Scotland plc (as Agent) and HSBC Corporate Trustee Company (UK) Limited (as Security Trustee) (as each such term is defined therein) as the same may be varied, amended, modified, supplemented or replaced (howsoever fundamentally)
<b>"Obligor"</b>	has the meaning given in the Facilities Agreement
<b>"Pension Security Documents"</b>	means the Charge, the Bond and Floating Charge and the Debenture

"Pension Trustees"

means, all of:

~~FREDERICK WILLIAM WOOD~~ of Pleasant House,  
Pleasant Place, Louth, Lincolnshire, c/o Wilkin  
Chapman Solicitors, Town Hall Square, Grimsby, North  
East Lincolnshire, DN31 1HE;

RONALD BRIGGS HEATON of 7 Ings Lane, Waltham,  
North East Lincolnshire, c/o Wilkin Chapman Solicitors,  
Town Hall Square, Grimsby, North East Lincolnshire,  
DN31 1HE;

PAUL ARTHUR BRADBURY of 9 Oyster Court,  
Cleethorpes, DN35 8QE, c/o Wilkin Chapman Solicitors,  
Town Hall Square, Grimsby, North East Lincolnshire,  
DN31 1HE;

ALAN SMITH of The Poplars, Edenfield Estate,  
Hornsea, East Yorkshire, c/o Wilkin Chapman Solicitors,  
Town Hall Square, Grimsby, North East Lincolnshire,  
DN31 1HE; and

VINCENT RODGER WHYTE MCCRACKEN of 39a  
Westgate, Louth, Lincolnshire, LN11 9YQ, c/o Wilkin  
Chapman Solicitors, Town Hall Square, Grimsby, North  
East Lincolnshire, DN31 1HE

# M

## COMPANIES FORM No. 398

# 398

### Notice of registration in Scotland or Northern Ireland of a charge comprising property situate there

CHFP025

Please do not  
write in  
this margin

Pursuant to section 398(4) of the Companies Act 1985

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

To the Registrar of Companies  
(Address overleaf)

Company number

00019628

Name of company

\* insert full name  
of company

\* Cosalt plc

*Hugh Bruce Watt*

of Pinsent Masons LLP

§ give date and  
parties to charge

certify that the charge § being the standard security over 18 Palmerston Road,  
Aberdeen, between Cosalt plc (company no. 0019628) and The Pension Trustees of  
the Cosalt Retirement Plan dated 8 April 2009

of which a true copy is annexed to this form was presented for registration on 6 May 2009

† delete as  
appropriate

in [Scotland] ~~IN NORTHERN IRELAND~~

Signed

*Hugh Bruce Watt*

Date 11 May 2009

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

Pinsent Masons LLP  
Third Floor, Quay 2  
139 Fountainbridge  
Edinburgh  
EH3 9QG

For official Use

Mortgage Section

Post room

## Notes

The address for the Registrar of Companies is:-

Companies House  
Crown Way  
Cardiff  
CF14 3UZ



**FILE COPY**

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

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

**COMPANY NO. 19628**

**CHARGE NO. 25**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH  
WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 6  
MAY 2009 AND CREATED BY COSALT PUBLIC LIMITED  
COMPANY FOR SECURING ALL MONIES DUE OR TO BECOME  
DUE FROM THE COMPANY OR ANY OTHER OBLIGOR TO THE  
PENSION TRUSTEES, FREDERICK WILLIAM WOOD, RONALD  
BRIGGS HEATON, PAUL ARTHUR BRADBURY, ALAN SMITH,  
VINCENT RODGER WHYTE MCCRACKEN OR ANY OF THEM ON  
ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE  
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING  
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1  
PART XII OF THE COMPANIES ACT 1985 ON THE 12 MAY 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14 MAY 2009

*M/oc H*



Companies House  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES