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COMPANIES FORM No. 395

167839/13.

395

Particulars of a mortgage or charge

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

FEE PAID
£ 13.00
11
COMPANIES HOUSE

For official use

Company number

05755850

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

Name of company

* CAPARO AP BRAKING LIMITED ("the Tenant")

Date of creation of the charge

21 May 2007

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

Rent Deposit Deed between (1) Whitnash PLC ("the Landlord"), (2) RBSI Custody Bank Limited and RBSI Trust Company Limited ("the Superior Landlord") and (3) the Tenant ("the Deed")

Amount secured by the mortgage or charge

- 1 The payment of the sum of £296,597 00 (two hundred and ninety six thousand five hundred and sixty seven pounds) plus VAT of 17 5% on such amount
- 2 The payment of any increase in rates of VAT from time to time

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

RBSI Custody Bank Limited and RBSI Trust Company Limited (incorporated in Jersey under company number 1472 and 14168 respectively) of 71 Bath Street, St Helier, Jersey JE4 8PJ

Postcode

Presentor's name address and reference (if any)

Nabarro
Lacon House
84 Theobald's Road
London
WC1X 8RW

Time critical reference

For official Use (06/2005)
Mortgage Section

Post room

THURSDAY



LD5 *L6AJ8Q7P* 494
07/06/2007
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Tenant with full title guarantee charges by way of a first fixed charge all its right, title and interest in the Deposit Fund and all other sums from time to time constituting it to the Landlord as security for the performance of the Tenant's obligations under the Lease and this Deed

The Landlord or Superior Landlord may draw upon the Account if and whenever -

- any rent or other payment (including interest and VAT) due to the Landlord under the Lease is not paid within 14 days
- any expenses, losses, costs, fees, liabilities, damages, expenses and disbursements (on a full indemnity basis) are properly incurred, suffered or properly payable to the Landlord as a result of -
 - a) the failure by the Tenant to observe and perform the Tenant's covenants, obligations and conditions or any breach of warranty contained in the Lease and this Deed
 - b) the determination of the Lease before the expiration of the term by forfeiture, disclaimer, surrender or otherwise howsoever
 - c) any tax being charged on the Landlord by reference to the Deposit Fund or the Account or any charges being made to the Landlord in connection with the Account

DEFINITIONS

"Account" means an account to be opened in the name of the Landlord with a United Kingdom clearing bank as the Landlord may elect

"Deposit Fund" means the balance (including any interest) credited to the Account

"Lease" - means the Lease dated 13 May 2005 and made between the (1) the Landlord) (2) AP Hydraulics Limited and (3) Automotive Products Group Limited or any document supplement to it

"Term" - means the term granted by the Lease

Please do not write in this margin

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

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Particulars as to commission allowance or discount (note 3)

N11

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

Signed *N11*

Date *6 June 2007*

On behalf of ~~XXXXXXXXXXXX~~ (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**

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 RENT DEPOSIT DEED DATED THE 21st MAY 2007 AND CREATED BY CAPARO AP BRAKING LIMITED FOR SECURING £296,597 00 AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO RBSI CUSTODY BANK LIMITED AND RBSI TRUST COMPANY LIMITED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 7th JUNE 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th JUNE 2007.

P AM



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —