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COMPANIES FORM No. 402

CR53

402

**Particulars of a mortgage or charge**

Pursuant to Article 402(1) of the Companies (Northern Ireland) Order 1986

Please do not  
write in  
this marginPlease complete  
legibly, preferably  
in black type, or  
bold block lettering

To the Registrar of Companies

For official use

Company Number

NI 22466

Name of company

\* insert full name of  
company

\* Andor Technology plc

Date of creation of the charge

7 December 2004

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

Debenture dated 7 December 2004 made between the Company of the one part  
and The Governor and Company of the Bank of Ireland of the other part

Amount secured by the mortgage or charge

The balance which now is or shall for the time being be or become due or owing by the Company to the Bank of Ireland by any account or accounts or in any manner whether for or on foot of bills of exchange, promissory notes, loans, credits, advances, leasing, guarantees, indemnities, interests, commission, discount, liability in connection with the foreign exchange transactions, bank charges (including legal charges occasioned by or incidental to the Debenture held by or offered to the Bank of Ireland or by or to the enforcement of any such security) or otherwise howsoever and whether the Company shall be liable therefore alone or jointly with any other person or persons as principal or surety together with interest as hereinafter provided.

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

The Governor and Company of the Bank of Ireland

Lower Baggot Street

DUBLIN

Postcode

Presentor's name, address and  
Reference (if any):

Colin Jefferson  
Solicitor  
Norwich Union House  
7 Fountain Street  
Belfast  
(15/Amr)

For official use  
Public Office

Mortgage Section

Short particulars of all the property mortgaged or charged

Please do not  
write in this  
margin

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

1. By way of fixed charge:

The hereditaments and premises described in the Schedule to the Debenture and all estate or interest legal or equitable in all other freehold or leasehold property or profits a prendre easements, rights of way, rights under covenants, agreements, undertaking, indemnities and rights to compensation, statutory or otherwise or income attaching thereto which shall at any time after the date of the Debenture during the continuance of the security of the Debenture become the property of the Company and all present and future proceeds of insurance receivable from the Company and its good will and uncalled capital for the time being and as regards all freehold or leasehold property shall constitute a legal mortgage.

2. By way of Floating Charge, all the undertakings, property and assets of the Company, whatsoever and wheresoever both present and future including goodwill and its uncalled capital for the time being.

\*continued on separate sheet

Particulars as to commission, allowance or discount (note 3)

Signed

Date

22/12/07

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 (Article 402). 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 (Article 405). 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 (Article 405), 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 Article 405(4) applies (property situate in Great Britain) and Form No.405 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 Box 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 are insufficient the particulars must be entered on the prescribed continuation sheet.

## **Continuation Sheet**

**Andor Technology plc**

**Company No. NI 22466**

### **Short particulars of all of the property mortgaged or charged (continued)**

3. The Company shall not be at liberty to create a Mortgage or Charge ranking in priority or pari passu to the Debenture or sell or assign or grant a licence to occupy any of the properties charged by the Debenture without the prior written consent of the Bank of Ireland.
4. The Company shall not without prior written consent in writing of the Bank of Ireland sell, assign or otherwise dispose of any property charged by the Debenture as a fixed charge or any of its book debts or other receivables in favour of any person.
5. The Company shall not create a second or subsequent mortgage or charge of any freehold or leasehold property or Rental Income (as defined in the Debenture) charged by the Debenture to the Bank of Ireland.



NI022466

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE

Pursuant to Article 409(3) of the  
Companies (Northern Ireland) Order 1986

I HEREBY CERTIFY that a Debenture dated the SEVENTH  
day of DECEMBER two-thousand and FOUR and created by

**ANDOR TECHNOLOGY PLC**

for securing all moneys now due, or hereafter to become due,  
or from time to time accruing due from the Company to

**THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND**

on any account whatsoever, was this day REGISTERED pursuant to  
Part XIII of the Companies (Northern Ireland) Order 1986.

Given under my hand at Belfast, this TWENTY-SECOND day of DECEMBER  
two-thousand and FOUR

A handwritten signature in black ink, appearing to read 'F. Brown'.

for the Registrar of  
Companies for Northern Ireland