



Please do not
write in
this margin

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

*Insert full name
of company

To the Registrar of Companies

For official use Company number



2513030

Name of company

* PARAMETRIC TECHNOLOGY (UK) LIMITED

Date of creation of the charge

7th August 1995

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

RENT DEPOSIT DEED

Amount secured by the mortgage or charge

Whole or any part of the rent reserved by the Lease (as defined in the Deed) or any money (including interest) payable pursuant to the Lease or any expense incurred by the Landlord (ie the chargee under the Deed) or due to the Landlord in consequence of any failure by the Tenant (ie the charger under the Deed) to observe and perform the covenants and obligations of and the conditions binding on the Tenant contained in the Lease.

Ob

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The Lease (as
therein defined)
+ This deed.

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

LONDON & METROPOLITAN INVESTMENTS LIMITED whose registered office is at

Buchanan House, 3 St. James's Square,

London

Postcode

SW1Y 4JU

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

Addleshaw Sons & Latham
Dennis House
Marsden Street
Manchester
M2 1JD
Ref : NRJM/1775/26

Time critical reference

For official use
Mortgage section

Post room



JMA *J2M08E6Z* 206

COMPANIES HOUSE 23/08/95

COMPANIES HOUSE 18/08/95

Short particulars of all the property mortgaged or charged

The interest of the Charger in the deposit account (as defined in the Deed) and all monies from time to time withdrawn from the deposit account in accordance with the Deed.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

NOT APPLICABLE

Signed Andrew Shaw & Co Solicitors

Date 23rd August 1995

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.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02513030

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 7th AUGUST 1995 AND CREATED BY PARAMETRIC TECHNOLOGY (UK) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO LONDON & METROPOLITAN INVESTMENTS LIMITED UNDER THE TERMS OF THE LEASE (AS THEREIN DEFINED) AND THIS DEED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd AUGUST 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25th AUGUST 1995.

W. Grandon
W. GRANDON

for the Registrar of Companies



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

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