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legibly, preferably
in black type or
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* Insert full name
of company

COMPANIES FORM No. 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.

395

Add +6

Pursuant to section 395 of the Companies Act 1985

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

For official use Company number

☐ ☐ ☐

04411341 ✓

Name of company

*Rotorfocal Limited (the "Company")

Date of creation of the charge

15 April 2008

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

Legal Charge (the "Charge")

Amount secured by the mortgage or charge

All or any money and liabilities which shall from time to time (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to the Bank by the Company, whether actually or contingently, solely or jointly and whether as principal or surety (or guarantor or cautioner) including any money or liabilities of the Company to a third party which have been assigned or novated to or otherwise vested in the Bank and including discount, commission and other lawful charges or expenses which the Bank may in the course of its business charge or incur in respect of any of those matters or for keeping the Company's account, together with interest upon them and expenses relating to them.

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

Bank of Scotland plc (Company Number SC327000)
The Mound Edinburgh (the "Bank")

Postcode EH1 1YZ

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

Dundas & Wilson LLP
Northwest Wing
Bush House
Aldwych
London WC2B 4EZ
PP/LI/BOS010 0335

Time critical reference

For official use (02/2006)
Mortgage Section

Post room

THURSDAY



AVZ07YY7

A33

17/04/2008

319

OM395/1

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

Please see attached continuation sheet

Please do not
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*Please complete
legibly, preferably
in black type or
bold block
lettering*

*A fee 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 Dmdas & Wilson LP

Date 16 April 2008

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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. 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.

Particulars of a mortgage or charge

Company Number 04411341

Name of Company. Rotorfocal Limited

Short particulars of all the property mortgaged or charged

The Company with full title guarantee charges as security

- 1 By way of legal mortgage the freehold property known as 39-41 Sheen Lane, London, SW14 8AB part registered at the Land Registry under title number SGL136796 and the remainder described in a Conveyance dated 11 May 1945 and made between Edith Basen (1) and Reginald Eton Cotes (2) (the "Property") together with all present and future buildings and fixtures (including trade and tenants fixtures) which are at any time on or attached to the Property;
- 2 By way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property,
- 3 By way of fixed charge all plant, machinery and other items attached to and forming part of the Property on or at any time after the date of the Legal Charge;
4. By way of assignment of the rental sums together with the benefit of all rights and remedies of the Company relating to them to hold to BoS absolutely subject to redemption upon repayment of the Secured Liabilities,
- 5 By way of fixed charge all rights and interests in and claims made under any insurance policy relating to any of the property charged under the Legal Charge, and
6. If the Company is a company (which shall include an industrial and provident society registered under the Industrial and Provident Society Acts) by way of floating charge all unattached plant, machinery, chattels and goods now or at any time after the date of the Legal Charge on or in or used in connection with the Property or the business or undertaking conducted at the Property

The Legal Charge contains a provision that if the title to the Property is registered at the Land Registry the Company applies to the Chief Land Registrar to enter upon the register of title to the Property a restriction that no disposition of the registered estate by the proprietor of the registered estate is to be registered without a written consent signed by the proprietor for the time being of this Legal Charge.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4411341
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 15 APRIL
2008 AND CREATED BY ROTORFOCAL LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO BANK OF SCOTLAND PLC 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 17
APRIL 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23 APRIL 2008



Companies House
— for the record —

P. Hall



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES