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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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

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

☐ 4 ☐ ☐ 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)

T

Charge Over Cash Deposit (the "Charge")

Amount secured by the mortgage or charge

All or any money and liabilities which shall for the time being (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to BoS by the Company, whether actually or contingently, solely or jointly and whether principal or surety and whether or not as original party to the relevant transaction, and including interest, discount, commission and (on a full indemnity basis) other lawful charges or expenses including all reasonable legal and other costs and expenses incurred in the course of the business charge or incurred in respect of any of those matters or for keeping the account and so that interest shall be computed and compounded according to the usual rates and practice of BoS as well after as before any demand made or decree obtained under this Charge

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

Bank of Scotland plc (Company Number SC327000) whose registered office is 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



A33 "AVZ0AYYA" 17/04/2008 316
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

Please see attached continuation sheet

Please do not
write in
this margin

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

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

† Delete as
appropriate

Particulars as to commission allowance or discount (note 3)

Nil

Signed *Dundas & Wilson LLP*

Date 16 April 2008

On behalf of ~~[company]~~ [mortgagee/chargee] †

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

Amount Secured by the mortgage or charge

The Company assigns with full title guarantee and by way of security all sums (in whatever currency), together with all interest and other amounts accruing on them for the time being and from time to time, standing to the credit of the Account, together with all the Company's present and future rights, titles and benefit in it.

The "Account" is the Company's Manager's Obligation account (in whatever currency) with the Bank at West End Corporate Centre, 14-16 Cockspur Street, London (Sort Code 121103) which account is blocked or designated as charged to the Bank and now numbered 06205857 as the same may be replaced, redesignated, renumbered or rearranged from time to time

+95

Restrictions on charges and disposals

By clause 5 of the Charge, the Company covenants with the Bank that:

5 1 It will not, except as expressly permitted by the Charge, withdraw the Deposit and shall not, without the Bank's prior written consent, assign, discount, pledge, charge or otherwise dispose of or deal with or permit any third party rights to arise over all or any part of the Deposit or attempt or agree to do so;

5 2 It will not release, grant time or indulgence or compound with any third party or permit any set off or other adverse rights against the Deposit nor do or omit to do anything which may delay or prejudice the Bank's right to receive payment of the Deposit,

5 3 It will immediately inform the Bank of any claim or notice relating to the Deposit received from any person (other than the Bank) and of all other matters relevant to it, and

5 4 It will do all such things to execute all such assignments, charges, authorities and documents as the Bank shall from time to time require for perfecting the Bank's title to and for investigating or enabling the Bank to vest the full benefit of the Deposit in itself or the Bank's nominee or to enable the Bank to obtain payment of the Deposit such documents to be prepared by or on the Bank's behalf at the Company's cost in such form as the Bank may reasonably require



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4411341
CHARGE NO. 4**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A CHARGE OVER CASH DEPOSIT
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 ON
ANY ACCOUNT WHATSOEVER 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. Neel



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES