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COMPANIES FORM No. 395

Particulars of a mortgage or charge

176440/13

395

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

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

For official use

Company number

113

05022286

Name of company

* Optex Group Limited.

Date of creation of the charge

03 February 2009.

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

26
Rent Deposit Deed made between (1) Saxon Land B.V. (the "Landlord") and (2) Optex Group Limited (the "Tenant"), dated 03 February 2009 (the "Rent Deposit Deed").

Amount secured by the mortgage or charge

7
The Tenant charges with full title guarantee by way of fixed charge all its interest in the Account and the Deposit Balance as security for the payment or reimbursement (as the case may be) to the Landlord of the Liabilities.
"Account" means an interest-bearing, instant access deposit account with the Bank in the name of the Landlord;
"Deposit Balance" means the sum from time to time standing to the credit of the Account including any Interest which has not been paid to the Tenant;
"Lease" means the lease of the premises known as North East Unit, Second Floor, 120 Fenchurch Street, London EC3 dated 03 February 2009 and made between (1) the Landlord and (2) the Tenant and includes any document supplemental to such lease whether or not expressed to be so, as varied from time to time;
"Liabilities" means amounts payable to the Landlord by the Tenant in consequence of any failure by the Tenant to perform its obligations, covenants or conditions under the Lease or the Rent Deposit Deed.

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

1
Saxon Land B.V. whose registered office is Prins Bernhardplein 200, 1097 JB Amsterdam, The Netherlands and whose address for service in England and Wales is C/O Andrew Dawson, Babcock & Brown Limited, 1 Fleet Place, London

PO:

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

NABARRO LLP

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

PD/NZR/S3912/00099 #56665530

Time critical reference

For official Use (06/200)
Mortgage Section

NEW PART

THU FEB 05 2009



PG5BN008
5/2/09
PMO 42
COMPANIES HOUSE
"LA0HT7CO"
LD5 13/02/2009 41
COMPANIES HOUSE
"LAY7K74V"
LD2 05/02/2009 26
COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

All monies from time to time standing to the Account created pursuant to the Rent Deposit Deed the initial amount being £4,705.07.

See front of 395 for rest of charging clause

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)

Signed X Ncborro LLP

Date 12/2/09

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

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

† 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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 5022286
CHARGE NO. 3**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED 3
FEBRUARY 2009 AND CREATED BY OPTÈX GROUP LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO SAXON LAND BV 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 5
FEBRUARY 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16 FEBRUARY
2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES