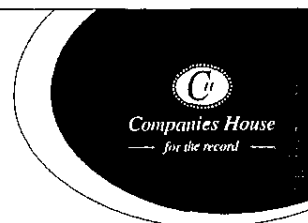


002600/13.

In accordance with
Section 860 of the
Companies Act 2006

MG01

Particulars of a mortgage or charge

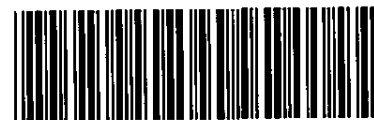
**A fee is payable with this form**

We will not accept this form unless you send the correct fee
Please see 'How to pay' on the last page

☒ **What this form is for**
You may use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland

☐ **What this form is NOT for**
You cannot use this form to register
particulars of a charge for a Scottish
company. To do this, please use
form MG01s

SATURDAY



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17/07/2010

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COMPANIES HOUSE

FOR OFFICIAL USE

1 Company details

Company number 0 7 0 0 3 7 1 6
Company name in full TISMA MANAGEMENT LIMITED

→ **Filling in this form**
Please complete in typescript or in
bold black capitals
All fields are mandatory unless
specified or indicated by *

2 Date of creation of charge

Date of creation d 1 5 m 0 7 y 2 0 y 1 0

3 Description

Please give a description of the instrument (if any) creating or evidencing the
charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'

Description DEBENTURE (FIXED AND FLOATING CHARGE)

4 Amount secured

Please give us details of the amount secured by the mortgage or charge

Amount secured All or any monies and liabilities which shall from time to time (and
whether on or at any time after demand) be due owing or incurred to
Chrysalis VCT Plc ("the Lender") by the Company under or in
connection with Schedule 4 of the Investment Agreement signed
between Jens Caspar Stael Thykier and Kirk Mitchell Ewing (1) the
Company (2) and the Lender (3) on the same date of the Debenture
including (without limitation) interest, premium, costs and expenses

Continuation page

Please use a continuation page if
you need to enter more details

MG01

Particulars of a mortgage or charge

5

Mortgagee(s) or person(s) entitled to the charge (if any)

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge		Continuation page Please use a continuation page if you need to enter more details
Name	Chrysalis VCT Plc	
Address	Kings Scholars House, 23 Vauxhall Bridge Road	
	London	
Postcode	S W 1 V 1 A U	
Name		
Address		
Postcode		

6

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged		Continuation page Please use a continuation page if you need to enter more details
Short particulars	<p>Under the terms of the Debenture the Company charges to the Lender, with full title guarantee</p> <p>(clause 2 2 1) by way of first legal mortgage, all freehold and leasehold property now vested in the Company, together with all buildings, fixtures (including trade fixtures) and fixed plant and machinery from time to time on that property,</p> <p>(clause 2 2 2) by way of first fixed charge, all estates or interests in any freehold and leasehold property of the Company (not being property charged by clause 2 1 1) now and in the future vested in the Company, together with all buildings, fixtures (including trade fixtures) and fixed plant and machinery from time to time on that property,</p> <p>(clause 2 2 3) by way of first fixed charge, all the goodwill and unpaid and/or uncalled capital for the time being of the Company,</p> <p>(clause 2 2 4) by way of first fixed charge the right title and interest of the Company, now or in the future, in any stocks, shares, instruments creating or acknowledging any debt, or other securities issued by any person,</p> <p>(clause 2 2 5) by way of first fixed charge all the right, title and interest of the Company, now or in the future, in or under any policy of insurance or assurance or to the proceeds thereof,</p> <p>(clause) 2 2 6 by way of first fixed charge, all intellectual property rights, choses in action and claims now and in the future belonging to the Company,</p> <p>(clause 2 2 7) by way of first floating charge, all book debts and other debts now and in the future due or owing to the Company,</p> <p>(clause 2 2 8) by way of first floating charge, all the Company's present and future undertaking and assets, whatever and wherever, including (without limitation) all other property and assets not subject to a fixed charge under this Debenture</p> <p>Clause 2 3 of the Debenture provides that Paragraph 14(2)(a) of Schedule B1 of the Insolvency Act 1986 applies to the floating charges created by clauses 2 2 7 and 2 2 8 which are each a "qualifying floating charge" for the purpose of paragraph 14(1) of the Insolvency Act 1986</p>	

MG01

Particulars of a mortgage or charge

7	Particulars as to commission, allowance or discount (if any)
	<p>Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his</p> <ul style="list-style-type: none"> - subscribing or agreeing to subscribe, whether absolutely or conditionally, or - procuring or agreeing to procure subscriptions, whether absolute or conditional, <p>for any debentures included in this return The rate of interest payable under the terms of the debentures should not be entered</p>
Commission allowance or discount	None

8	Delivery of instrument
	<p>You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860) If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 866)</p> <p>We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 870) The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it Where a body corporate gives the verification, an officer of that body must sign it We will also accept a verified copy where section 867(2) applies (property situated in another part of UK)</p>

9	Signature
	Please sign the form here
Signature	<p>Signature <i>X / 200 Evans</i> <i>X</i></p> <p><i>on behalf of Chrysleris VCT Plc.</i></p>
	This form must be signed by a person with an interest in the registration of the charge

MG01

Particulars of a mortgage or charge



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name **Andrew Gouck**

Company name **Izod Evans Solicitors**

Address **The Hop Exchange**

24 Southwark Street

Post town **London**

County/Region

Postcode

S E 1 1 T Y

Country **United Kingdom**

DX

Telephone **020 7015 1850**



Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have included the original deed with this form
- ☐ You have entered the date the charge was created
- ☐ You have supplied the description of the instrument
- ☐ You have given details of the amount secured by the mortgagee or chargee
- ☐ You have given details of the mortgagee(s) or person(s) entitled to the charge
- ☐ You have entered the short particulars of all the property mortgaged or charged
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

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

Make cheques or postal orders payable to 'Companies House'.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 NR Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 869(5) & (6) of the Companies Act 2006

**COMPANY NO. 7003716
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 15 JULY 2010
AND CREATED BY TISMA MANAGEMENT LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO CHRYSALIS VCT PLC UNDER THE TERMS OF
THE AFOREMENTIONED INSTRUMENT CREATING OR
EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO
CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE 17
JULY 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23 JULY 2010

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Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES