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Please complete
in typescript, or
in bold black
capitals

LLP395

Particulars of a mortgage or charge in respect of a Limited Liability Partnership

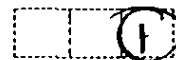
A fee of £13 is payable to Companies House in respect of
each register entry for a mortgage or charge.

103605/403

For official use

LLP Number

OC347020



Full Name of Limited
Liability Partnership

ANIMATRIX CAPITAL LLP ("THE CHARGOR")

Date of creation
of the charge

10TH SEPTEMBER 2009

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

DEED OF CHARGE OVER CREDIT BALANCES

Amount secured by the
mortgage or charge

All monies now due or hereafter to become due or from
time to time accruing due from the Chargor to Barclays
Bank PLC ("the Bank") upon any account and in any
manner whatsoever.

Signed

Date

16 SEP 2009

On behalf of [LLP][mortgagee/chargee] (delete as appropriate)

You do not have to give any contact
information in the box opposite but if
you do, it will help Companies House
to contact you if there is a query on
the form. The contact information that
you give will be visible to searchers of
the public record

BARCLAYS BANK PLC, UK BANKING SERVICE CENTRE

P.O. BOX 299, BIRMINGHAM, B1 3PF,

REFERENCE 1-366333471-7770407

Tel 0845 300 3971

E-mail



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18/09/2009

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COMPANIES HOUSE

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

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

BARCLAYS BANK PLC
1 CHURCHILL PLACE
LONDON, E14 5HP

Short particulars of all the
property mortgaged
or charged

The attached Schedule contains certain covenants by and restrictions on the
Chargor which protect and further define the Charge and which must be read
as forming the security.

Please see attached 2 Continuation Sheets.

Particulars as to
commission allowance
or discount (*note 3*)

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 LLP398 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 LLP 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 Form LLP395 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**.

Particulars of a charge continued

LLP number

OC347020

Full Name of Limited Liability Partnership

ANIMATRIX CAPITAL LLP

("THE CHARGOR")

Short particulars of all the property mortgaged or charged

The charge creates a fixed charge over all the "Deposit(s)" referred to in the schedule (including all or any part of the money payable pursuant to such Deposit(s) and the debts represented thereby), together with all interest from time to time accruing thereon.

It also creates an assignment by the Chargor, for the purposes of and to give effect to the security, over the right of the Chargor to require repayment of such Deposit(s) and interest thereon.

Schedule

Details of the Charged Deposit(s)

In the security the expression "Deposit(s)" is defined to mean all sums of money in any currency:

- (a) deposited or paid by the Chargor now or at any time after the date of the charge to the credit of the account(s) (if any) with the Bank specified below and/or (where the context permits) any additional and/or substitute account(s) hereafter opened with the Bank for the deposit or holding of all or part of the money or interest subject to the security; and
- (b) deposited or paid by the Chargor with or to the Bank or held by the Bank on behalf of the Chargor pursuant to the deposit contract(s) (if any), short particulars of which are given below; and
- (c) deposited or paid by the Chargor with or to the Bank or held by the Bank on behalf of the Chargor (whether in an account or otherwise) now or at any time during the currency of the security, unless the Bank agrees in writing before such deposit or payment is made that it shall not be subject to the security (provided that this paragraph shall not extend to any money in any current account); and
- (d) representing the renewal or replacement of or for any sums deposited or paid or held as set out in the foregoing paragraph(s).

DETAILS OF CHARGED ACCOUNT(S)

BARCLAYS BANK PLC RE ANIMATRIX CAPITAL LLP
BUSINESS PREMIUM ACCOUNT
ACCOUNT NUMBER 13728536

CONTINUED

Please do not
write in
this margin

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

Particulars of a charge continued

LLP number

OC347020

Full Name of Limited Liability Partnership

ANIMATRIX CAPITAL LLP

("THE CHARGOR")

Short particulars of all the property mortgaged or charged (continuation)

Covenants and Restrictions

The Chargor has agreed, under clause 3 of the security, that during the currency of the security and notwithstanding any term (express or implied) pursuant to which any of the deposit(s) is or may be deposited with the Bank or paid to it or held by it, such deposit(s) shall only be repayable upon written request or demand and the Chargor shall not be entitled to make any request or demand upon the Bank for repayment of such deposit(s) or for payment of interest thereon, unless the Bank shall first have agreed to release the security insofar as it concerns such deposit(s).

The chargor is prohibited under clause 6 of the security from assigning, transferring, charging or otherwise alienating, dealing with or encumbering any or all money or interest subject to the security or its right, title or interest therein, or agreeing so to do.

Without prejudice to the Bank's other rights and as a separate and independent stipulation, the Chargor has agreed under clause 9 of the security that the Bank may at any time or times without notice to the Chargor combine or consolidate any or all sums of money (or part(s) thereof) now standing or after the date of the charge from time to time standing to its credit upon current account, deposit account or any other account or otherwise in whatever currency in any part of the world (whether opened with the Bank or opened by it on behalf of the Chargor with some third party and whether opened in the Chargor's name or in the Bank's name or otherwise) with all or such part of the secured sums as the Bank may determine (whether presently payable or not).



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

**Pursuant to section 401(2) of the Companies Act 1985 as applied to
Limited Liability Partnerships pursuant to Paragraph 4 and
Schedule 2 of the Limited Liability Partnerships Regulations 2000.**

LLP NO. OC347020

CHARGE NO. 1

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF CHARGE OVER CREDIT
BALANCES DATED THE 10 SEPTEMBER 2009 AND CREATED BY
ANIMATRIX CAPITAL LLP FOR SECURING ALL MONIES DUE
OR TO BECOME DUE FROM THE LIMITED LIABILITY
PARTNERSHIP TO BARCLAYS BANK PLC ON ANY ACCOUNT
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1
PART XII OF THE COMPANIES ACT 1985 AS APPLIED TO
LIMITED LIABILITY PARTNERSHIPS PURSUANT TO
PARAGRAPH 4 AND SCHEDULE 2 OF THE LIMITED LIABILITY
PARTNERSHIPS REGULATIONS 2000 ON THE 18 SEPTEMBER
2009**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 18 SEPTEMBER
2009**

D. Selb.



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**