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CHFP014

Please do not
write in this
binding marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of company

COMPANIES FORM No. 395

123118 / 13

395

Particulars of a mortgage or charge

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

Name of company

* **MPSI SYSTEMS LIMITED**

Date of creation of the charge

7 September 2005

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

RENT DEPOSIT AGREEMENT

Amount secured by the mortgage or charge

By way of first fixed charge as continuing security the performance of the Company's obligations under the lease ("the Lease") made the 7th September 2005 between the Chargee as Landlord (1) and the Company as Tenant (2) in relation to Unit 19B Osprey Court Hawkfield Business Park Bristol and any deed licence consent or other instrument supplemental to the Lease or by which the Lease may be varied and also the performance by the Company of its obligations under the Rent Deposit Agreement made the 7th September 2005 between the Chargee (1) and the Company (2) and the payment to the Chargee of all monies losses costs charges damages and expenses due to or suffered or incurred by the Chargee in consequence of or arising from or in relation to any of the following Events of Default:-

1. The non-payment or late payment of the whole or any part of the rents or interest or other sums for the time being or from time to time reserved by or payable under the Lease or any other breach non-observance or non-performance of any of the covenants agreements or obligations on the part of the Company or conditions contained in the Lease; or

/Cont'd

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

Country Estates Developments Limited Kingfisher House Albury Close Loverock Road**Reading Berkshire**Postcode **RG30 1BD**Presenter's name address and
reference (if any) :

Clifton Ingram

22-24 Broad Street Wokingham

Berkshire
RG40 1BA

Time critical reference

For official Use
Mortgage Section

Post room

A20
COMPANIES HOUSE0444
13/09/05

A deposit of £5,000 (including any balance thereof for the time being outstanding after any reduction of or addition to the deposit pursuant to the Agreement) and the Company's interest in the clearing bank or building society deposit account in which the deposit shall be held by the Chargee

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Particulars as to commission allowance or discount (Note 3)

Not applicable

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.
(See Note 5)

Signed

Date 07/09/05

On behalf of  [company/mortgagee/chargee]†

**CLIFTON INGRAM
SOLICITORS
22-24 BROAD STREET
WOKINGHAM
BERKS RG40 1BA**

† 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", "Debentures", "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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

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COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

**Particulars of a mortgage or charge
(continued)**

Continuation sheet No 1
to Form No 395 and 410 (Scot)

*Please complete
legibly, preferably
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bold block lettering*

Company number

01458176

Name of company

MPSI SYSTEMS LIMITED

Limited *

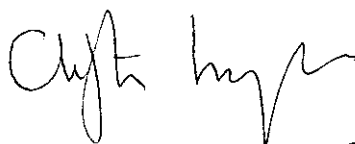
* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Amount secured by the mortgage or charge cont'd

2. any loss or damage being suffered by the Chargee in consequence of the forfeiture of the Lease or of the Lease being disclaimed or otherwise terminated by virtue of the liquidation or bankruptcy of the Company or by virtue of the appointment of a receiver administrator or administrative receiver of the Company or otherwise (including without limitation any injury for which the Chargee may prove in the winding up of the Company pursuant to the Insolvency Act 1986); or

3. the Chargee incurring or suffering any legal and other costs charges damages and expenses in relation to any such non-payment or late payment of rents interest or other sums or any such breach non observance or non-performance of covenant loss damage or injury by the Company



CLIFTON INGRAM
SOLICITORS
22-24 BROAD STREET
WOKINGHAM
BERKS. RG40 1BA

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01458176

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT AGREEMENT DATED THE 7th SEPTEMBER 2005 AND CREATED BY MPSI SYSTEMS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO COUNTRY ESTATES DEVELOPMENTS LIMITED 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 13th SEPTEMBER 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th SEPTEMBER 2005 .

P DWW



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —