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

*insert full name
of Company

COMPANIES FORM No. 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 6)

For official use

Company number

100518/10
[Stamp: RECEIVED 10 JAN 2004]

02522537

Name of company

* ROCK MECHANICS TECHNOLOGY LIMITED (the "Company")

Date of creation of the charge

23 FEBRUARY 2004

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

DEPOSIT AGREEMENT

Amount secured by the mortgage or charge

All monies and liabilities, actual or contingent, present or future which now are or at any time in the future may be due, owing or incurred by the Company to Fortis Bank NV - SA UK Branch (the "Bank") under the general counter-indemnity and reimbursement agreement dated 23 February 2004 entered into by the Company in favour of the Bank (the "Counter-Indemnity") in relation to the guarantee referred to in the attached Schedule 2 (the "Secured Liabilities").

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

Fortis Bank SDA-NV UK Branch
Camomile Court
23 Camomile Street
London

Postcode EC3A 7PP

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

Eversheds LLP
1 Callaghan Square
Cardiff
CF10 5BT

2/PDV/CXH/086 #956567

Time critical reference

For official Use
Mortgage Section

Post room



A10
COMPANIES HOUSE

AA28P62R

0061
28/02/04

Short particulars of all the property mortgaged or charged

The Company charges by way of first fixed charge all its rights in respect of the debt now or hereafter owing to the Company by the Bank on the account specified in the attached Schedule 1 as the same day may be redesignated from time to time and all interest now or hereafter accruing thereon including interest which is compounded and treated as principal (the "Deposit") with the payment and discharge to the Bank of the Secured Liabilities to the intent that the security hereby created shall be a continuing security.

The Company shall not without the Bank's prior written consent, assign, transfer, mortgage, charge, encumber, dispose of or otherwise deal with the Depositor any part thereof (other than a mortgage or charge in favour of the Bank) or agree to do any such thing.

At anytime after the Bank shall have made demand for the payment or discharge of any of the Secured Liabilities or any of the same shall otherwise become due the Bank may without notice to the Company apply the Deposit or any part thereof in or towards payment and discharge of the Secured Liabilities.

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lettering

Particulars as to commission allowance or discount (note 3)

N/A

Signed

Erenheds LLP

Date

25th February 2004

On behalf of [company] [mortgagee/chargee]

A fee of £10 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 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 CF14 3UZ

SCHEDULE 1

The account with the Bank in the name of the Bank re: Rock Mechanics Technology Limited now numbered 39739899 and any account(s) for the time being replacing such account.

SCHEDULE 2

The guarantee in the amount of EUR 174,000 in favour of the European Commission B/1049 Brussels, Belgium being the prefinancing sum on the RFCS Contract (Contract Number: RFC-CR-03011) on behalf of the Depositor.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02522537

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEPOSIT AGREEMENT DATED THE 23rd FEBRUARY 2004 AND CREATED BY ROCK MECHANICS TECHNOLOGY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FORTIS BANK SDA-NV UK BRANCH 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 28th FEBRUARY 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd MARCH 2004.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —