



CHFP041

## COMPANIES FORM No. 395

## Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

COMPANIES HOUSE

395

B.B  
012244

L30 x 3

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this margin

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

\* Insert full name  
of company

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

For official use Company number

3

02829588

Name of company

\* ULTRASTATE GENETICS LIMITED

Date of creation of the charge

28 MARCH 2002

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

MORTGAGE DEBENTURE

Amount secured by the mortgage or charge

The Company covenants that it will on demand pay to State without deduction or set off all monies and discharge all obligations and liabilities whether actual or contingent now or at any time due, owing or incurred to State by the Company in whatever currency denominated, whether on any current or other account or otherwise in any manner whatsoever (whether alone or jointly and in whatever style, name or form and whether as principal or surety) when the same are due.

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

State Securities Plc, Jellicoe House, Botleigh Grange Office Campus,  
Grange Drive, Hedge End, Southampton, Hampshire

Postcode SO30 2AF

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

State Securities plc  
Jellicoe House, Botleigh  
Grange Office Campus  
Grange Drive, Hedge End  
SO30 2AF

Time critical reference

For official use

Mortgage section

A01  
COMPANIES HOUSE0560  
09/04/02

Short particulars of all the property mortgaged or charged

3.1 The Company grants the mortgages, charges and other securities set out in this Clause 3 with full title guarantee and to the intent that the securities created by this Deed shall rank as continuing securities for all the obligations and liabilities of the Company described in Clause 2 or otherwise arising under this Deed.

3.2 The Company charges by way of fixed charge:

3.2.1 all estates or interests in any freehold and leasehold property of whatever kind now or at any time during the continuance of the security created by this Deed belonging to or mortgaged or charged to the Company;

3.2.2 the benefit of all licences or agreements relating to any land to which the Company may be party or to which the Company may be entitled; and

3.2.3 all buildings and fixtures (including trade fixtures, tenant's fixtures and fixed plant and machinery) owned by the Company from time to time in or on any freehold or leasehold property charged under this Deed; and

3.2.4 all other plant, machinery, vehicles, computers and other equipment of the Company both present and future together with the full benefit of all warranties and contracts relating to the same although excluding the Company's stock in trade or work in progress.

Please do not write in this margin

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

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

Particulars as to commission allowance or discount (note 3)

Signed S. Beahaley

Date 05.04.02

On behalf of [company] [mortgagee/chargee]\*

STATE SECURITIES PLC

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 CF4 3UZ.

\*Delete as appropriate

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## Particulars of a mortgage or charge (continued)

Continuation sheet No 1  
to Forms Nos 395 and 410 (Scot)

Company number

02829588

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

Name of company

ULTRASTATE GENETICS

Limited\*

\*Delete if  
inappropriate

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

Amount due or owing on the mortgage or charge (continued)

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**Please complete  
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bold block  
lettering.**

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**Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)**

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

3.3 The Company assigns absolutely to State all of its right, title and interest in the Chattel Assets and the full benefit of all warranties and contracts relating to the same. Upon State being satisfied that all of the obligations and liabilities described in Clause 2 have been irrevocably paid and discharged in full it will, at the cost and request of the Company reassign the Chattel Assets to the Company

3.4 The Company charges by way of fixed charge.

3.4.1 all book debts (including bank deposits, credit balances and the accounts in respect of such book debts) and other monetary debts and claims now and from time to time due or owing to the Company;

3.4.2 the benefit of all rights relating to such debts and claims including (without prejudice to the generality of the foregoing) things in action which give rise or may give rise to a debt or debts and

3.4.3 all the right, title and interest of the Company to and in any policies of insurance and the proceeds of such policies ("**the Book and other Debts**")

3.4.4. all rights to rebate, repayment or reclaim of taxes or custom duties paid by the Company or any other person

3.5 The Company charges by way of fixed charge the following which in this Deed are called "**the Securities**".

3.5.1 all the shares listed in Schedule 2 (if any);

3.5.2 all other stocks, shares and/or securities legally and/or beneficially owned by the Company or any nominee from time to time; and

3.5.3 all dividends, rights, distributions, accretions and benefits relating to the shares stocks and securities referred to in this Clause 3.5 or paid or payable in respect of them (including by way of preference, bonus, redemption or otherwise).

3.6 The Company charges by way of fixed charge the uncalled capital, goodwill (which shall include all brand names), licences, trademarks and service marks, patents, patent applications, designs, copyrights, confidential information, know-how, computer software and all other intellectual or intangible property or rights now and from time to time belonging to the Company.

3.7 The Company assigns to State absolutely all the present and future right, title and interest of the Company in the Business and on repayment and discharge of all monies and liabilities (whether or not accrued due) secured by this Deed State will at the request and expense of the Company re-assign to the Company the right, title and interest in the Business which at that time may be vested in State.

3.8 The Company charges by way of floating charge its undertaking and all its other property, assets and rights not effectively mortgaged or charged by way of fixed charge by clauses 3.2 to 3.7 above of this Deed whatsoever and wheresoever situate present and future including all heritable property located in Scotland.

3.9 All the mortgages and charges created or agreed to be created by this Deed are, or in the case of future property shall be, first ranking mortgages and charges, subject only to the Prior Mortgage.

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## Particulars of a mortgage or charge (continued)

Continuation sheet No 2  
to Forms Nos 395 and 410 (Scot)

Company number

02829588

Please complete  
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in black type, or  
bold block lettering

Name of company

ULTRASTATE GENETICS

Limited\*

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

Amount due or owing on the mortgage or charge (continued)

Please do not  
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lettering.**



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**Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)**

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

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

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Please complete  
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bold block  
lettering.

Cow Ear Tag Number	Cow Name
33723-01367	HAMA DUSTER EBONY
KVO25900492	J K CAMERON
SGO785/6301-	OLDSCOT LUCIE 6301
SGO785/0072	OSF BER JUBILANT 072
SGO785/00061	OSF ORION JUNE 061
D2656/2235	A ASTER 90
7375	LUUK MIEKE 7375
0293	SB ANNIE 0293
3603	CWLS DINIE 3603
2001	LINDY AALTJE 2001
8248	ALFON ERNA 8248
6815	CASH LEENTJE 6815
0354	JAQ JEANET 0354
3750	H LEX BERTHA 3750
2866	MEAD PIETJE 2866
KVO259/00292	ULT MARCONI AALTJE
KVO259/00293	ULT RUDOLPH EBONY
347	ULT MARC ROMPKE 347
00358	ULT LAVA CORRIE 358
KVO259/00374	ULT HIRONDELLE 374
00378	ULT ESQ IMAGE 378
00379	ULT PATRON DIAMONDS 2
24412 01136	TIRS MARTY LAUREN
KVO259/00462	ULT ADDIS EBENEZER 3
SG785/9359	IDEM 9359
	OLDSCOT JAVELLE 9061
SGO758/00054	OLDSCOT JESSICA 054
SG785/063	OSF ELAN JAMIE 063
SGO785/057	OSF DEPR JASMINE 057
SGO785/00069	OSF BERLIOZ JIP 069
SGO785/00071	OSF DUR JOYFULL 071
D2656/2233	A GALLEY 99
7384	RAB GRETHA 7384
7154	CELS JANTJE 7154
5141	GOAL BRILANT 5141
3591	CELS HILLEGIANA 3591
4726	JIMTOWN WIKIE 4726
2863	JABOT DORA 2863
E0721/01729	HAYLEYS ELVIRA 4
E0721/01739	HAYLEYS MERCIE 201
KVO259/00216	ULT JANOMA 216
KVO259/00217	ULT DREAM 217
KVO259/00223	ULT ASTER 223
KVO259/00308	ULT ZEBO CORA
KVO259/00313	ULT PATRON LOLA
KVO259/00316	ULT PATRON DIAMONDS
KVO259/00318	ULT MTN LIZZIE
KVO259/00326	ULT DOM IBIZA 326
KVO259/00328	ULT DOM JERRY 328
KVO259/00330	ULT IMPATIENCE 330
KVO259/00335	ULT DOM ILIA 335
UK/KVO259/00	ULT DOM IRMA 341
00343	ULT ARROW JAPKE 343
KVO259/00349	ULT DOM HOLLANDE 349
KVO259/00354	ULT MILT EPIE 354
00368	ULT BERN HANNAH
00369	ULT CASH EMMA 369
00376	ULT DOM IMPRIM 376
00380	ULT ESQ HYMNE 380
00381	ULT GIB DIAMONDS 381
00384	ULT ESQ JOSSY 384
00386	ULT ESQ JEUNESSE 386
00395	ULT GAER JACASSE 395
00397	ULT GAER JOYFULL 397
299301 6427P	SAMMY INDIENNE 3427
2757	PAV DINA 2757
KVO259/00334	ULT MARRIE DIAMONDS 2
	OLD SCOT IBIZA 2 3645
	OLD SCOT IRIS 2 0216
SG785/5419	HAITIENNE 5419
SG785/1952	IRENE 1952
SG785/073	OSF EVCLE JEMIMA 073
D2656 2202	A GALLEY 94
KVO25900493	F BELT BONTJE 364
3602	KARLS GRIETJE 3602
5299	SEAN MELKBROEN 5299
4752	VINC EPIE 4752
KVO259/00212	ULT DUCHESS 212
KVO259/00272	ULT SUNNYBOY AARTJE
KVO259/00277	ULT MILTON NORMA
KVO259/00307	ULT BENEFIT TEENA
KVO259/00311	ULT CK CARMEN EBONY
KVO259/00314	ULT CK CARMEN 2
KVO259/00324	ULT ARPAG MELANIE
KVO259/00325	ULT DOM IBIZA 325
KVO259/00327	ULT DOM IBIZA 327
KVO259/00329	ULT DOM IRMA 329
KVO259/00344	ULT EROS SJOKE 344
KVO259/00346	ULT ESQ LORETTE 346
00359	ULT DOM IRISE 359
00377	ULT ESQ JANET 377
00382	ULT ZEUS ZENON

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## Particulars of a mortgage or charge (continued)

Continuation sheet No 3  
to Forms Nos 395 and 410 (Scot)

Company number

02829588

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

Name of company

ULTRASTATE GENETICS

Limited\*

\*Delete if  
inappropriate

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

Amount due or owing on the mortgage or charge (continued)

Please do not  
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**Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)**

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

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

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SX975/230	OLYM AERO PEGGIE 230
	OLD SCOT IMAGE 0997
SG785/0500	IRISE 0500
D2656/2213	A DUCHESS 168
D2656/2226	A WINNIE 25 108FB
319944931990	JABOT NELLIE 3199
3021	GLEN BERTHA
7810	MARC WUKE 7810
KVO259/00214	ULT ASTER 214
KVO259/00225	ULT GALLEY 225
KVO259/00282	ULT MIEKE 42
KVO259/00283	ULT ALDO BONTJE
KVO259/00342	ULT NOVA BERTHA 342
KVO259 00456	ULT ADDIS EBENEZER 2
00388	ULT MANF ZSA ZSA
KVO259/00399	ULT PAT BB DIAMONDS
UK/KVO259/00	ULT ELUS BILLIE JO
UK/KVO259/00	ULT SLEDGE LIZBETH
KVO259/00403	ULT BELWOOD HONEYBEE
KVO259/00404	ULT MTN LIZBETH2 404
00407	ULT DSTAR ZEETA 407
00408	ULT DSTAR ZAINA 408
00409	ULT JABOT MEL B 409
KVO259/00410	ULT FATAL MEL "C"
KVO259/00411	ULT JABOT LIZBETH
UKKVO259/004	ULT KERANG ASTER
261675/10002	ULT EXCEL
KVO259/00414	ULT CORDITE JESSY
KVO259/00415	ULT KERANG MILLIE
00421	ULT KER INSIGNE 421
00422	ULT PHOENIX ELVIRA
00423	ULT KERANG JOJO 423
00424	ULT CORDITE PIET 424
00426	ULT KERANG JASMINE
UK/KVO259/00	ULT PHOENIX HAITI TW
00431	ULT PHOENIX IRISH TW
00432	ULT SLEDGE LIZBETH 2
KVO259/00433	ULT PHOENIX IRMA 433
KVO259/00435	ULT SLEDGE LIZA
UK/KVO259/00	ULT DYNASTY MERCIE
KVO259/00438	ULT DS DYNASTY LOLA
00440	ULT PHOENIX ASTER
00443	ULT RUSTY IMPALA
UK KVO259/00	ULT KERANG LORNA
00449	ULT PHOE JAVELLE 449
00452	ULT GREN ISA 452
00453	ULT GREN DREAM 453
00454	ULT GREN IROISE
KVO259/00457	ULT GREN JUSTICE
00458	ULT ADDIS EBONY 2
00459	ULT ADDIS EBONY 3
00460	ULT CORDITE CORA
00464	ULT ADDIS EBONY 4
KVO259/00465	ULT GREN IBIZA
KVO259/00466	ULT PHOENIX LUCY
00467	ULT GRENVILLE GALLEY
KVO259/00468	ULT DYNASTY JANE 46
00469	ULT GREN JENNY
00472	ULT PHOENIX JUDY
00476	ULT CELSIUS HONEYBEE
40005	ULTRAGEN RUSTY TEENA
50006	ULT PHOENIX LOLA
60007	ULT PHOENIX CAMERON
70008	ULT DYN ZSA ZSA
10009	ULT DS DYN ZITA
261675 20001	ULT CORSARO DIAMONDS
261675 30011	ULT LISBON JAPKE
00012 26167	ULT PHOENIX DIAMONDS
00015 26167	ULT LANCELOT IBIZA
10016 2616	ULT DYN P DIAMONDS
30018 261675	ULT ADDIS CARMEN
40019	ULT DYN P DIAMONDS 2
50020	ULT ADDIS CARRIE
60021	ULT ADDIS ZINDY
40026	ULT ADDIS CK EBONY
50027	ULT CORDITE IDEE
70029	ULT ADDIS EB CARMEN
20031 26167	ULT CARBINE JOYFULL
300032 26167	ULT LANCELOT NORMA
60035 26167	U NASA SCARLET 2 RC
70036 261	ULT DYNASTY PIETA
20038 2616	ULT CARTER IBIZA
40040	ULT NASA SCARLET 3 R
50041	ULT CARTER IBIZA
60042	ULT CARTER IBIZA 3
10044	ULT KART LIZZIE
40047	ULT CARBINE DIAMONDS
600049 26167	ULT CARTER MELANIE
20052 261 6	ULT LISBON DIAMONDS
30053 26167	ULT LIS DIAMONDS 2
50055 261675	ULT CARBINE PEGGIE

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## Particulars of a mortgage or charge (continued)

Continuation sheet No 4  
to Forms Nos 395 and 410 (Scot)

Company number

02829588

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

Name of company

ULTRASTATE GENETICS

Limited\*

\*Delete if  
inappropriate

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

Amount due or owing on the mortgage or charge (continued)

Please do not  
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**Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)**

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

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

Please do not  
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Please complete  
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lettering.

70057 26167	ULT DYNASTY ASTER
20059 261675	ULT CARTER DIAMONDS?
30060	ULT CARBINE IRMA
50062 261675	ULT CAM MIEKE
70064	ULT ZEN JAPKE
40068 261675	ULT ZEN JANET
10072 261675	ULT LISBON JACASSE
20073 261675	ULT CAM HILLEGIANA
40075 261675	ULT CARB ZSA ZSA
70078 261675	ULT BALA HONEYBEE
40082 261675	ULT CAM CORRIE
50083 261675	ULT LISBON SKOKIE
70085 261675	ULT CAMERON JESSICA
20087 261	ULT PHOENIX ELVIRA 2
30088 2616	ULT CORDITE HOLLY
60091 261675	ULT LISBON HANNAH
70092 261675	ULT ZEN DIAMONDS
20094 261	ULT CORDITE JOSSY
60098 261675	ULT ZEN JEMMA
10100	ULT ZEN DELLIE
20101	ULT ZEN ALLIE
50104 26167	ULT ZEN CORRIE
20108	ULT LEDUC DIAMONDS
30109	ULT LEDUC DIAMONDS 2
00463	ULT ADDIS EBENEZER 4
30004	ULTRAGEN RUSTY RUSS
20024 261 6	ULT RUSTY TOM-TOM
50034 261	ULT NASA FLAME (RED)
20045	ULT CARBINE CAMERON
10093 261675	ULT LISBON LOWRY
30102 26167	BULL CALF
40103 261675	BULL CALF 115'S
60105	BULL CALF 347'S
70106 261	ULT LEDUC IVORY
100107 26167	ULT LEDUC D
20066 261 67	BULL CALF 372'S
30067	BULL CALF 126'S
30074 261675	BULL CALF 313'S
50076 26167	BULL CALF 165'S
10079 261675	BULL CALF 172'S
10080	BULL CALF 341'S
50090 26167	BULL CALF 152'S
30095 261675	BULL CALF
40096 261675	BULL CALF
50097 261675	BULL CALF 6'S
KVO259/00233	ULT NO-NOX RUSTY RED
KVO259/00236	ULT DS PHOENIX
KVO259/00255	ULT DS DYNASTY
KVO259/00256	ULT CORAS CS CORDITE
KVO259/00268	ULT FATAL CARBINE
KVO259/00322	ULT CARSON CARTER RD

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 02829588

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DEBENTURE DATED THE 28th MARCH 2002 AND CREATED BY ULTRASTATE GENETICS LTD. FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO STATE SECURITIES PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 9th APRIL 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 12th APRIL 2002.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —