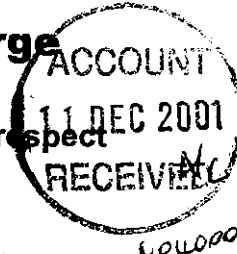


M

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.



395

CHFP025

Please do not write in this margin

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

*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[] [] [] [] [] []

3006674

Name of company

* K S Biomedix Holdings Plc (the "Company")

Date of creation of the charge

6th December 2001

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

Rent deposit deed (the "Deed")

Amount secured by the mortgage or charge

Any expense incurred by the Chargee or due to the Chargee resulting from (1) any failure by the Company to observe and perform the Company's covenants and obligations contained in the Lease (as defined below) (including payment of rents and other sums due under the Lease) or (2) the determination of the Lease before the end of the Term by forfeiture or the disclaimer by any liquidator of the Company of the Lease. ("Default")

"Lease": a lease dated 6th December 2001 made between the Chargee (1) and the Company (2) of premises at ground floor, 1 Occam Court, Guildford

(doc: 20069689.01)

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

Canon Research Centre Europe Limited The Braccans London Road
Bracknell Berkshire RG2 2XH (the "Chargee")

Postcode RG2 2XH

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

CMS Cameron McKenna
Mitre House
160 Aldersgate Street
London
EC1A 4DD LC

Ref: AVM/PJK/042928.24

Time critical reference

For official Use
Mortgage Section

Post room



LD4
COMPANIES HOUSE

L1UEW61E

0365
11/12/01

Please return via
CH London Counter

Short particulars of all the property mortgaged or charged

1. The Company with full title guarantee charges its interest in the Deposit Account (as defined below) and all money from time to time withdrawn from it in accordance with the Deed as security for money payable by the Company to the Chargee in the event of any Default

2. The interest credited to the Deposit Account shall form part of the Deposit Account and shall be paid to the Company at reasonable intervals of not less than 6 months following the date of the Deed on written demand until the security created by the Deed becomes enforceable.

NB: The Company warrants to the Chargee that the Initial Deposit (as defined below) is free from any charge or incumbrance save as created under the Deed.

Deposit Account: the separately designated interest earning deposit account opened by the Chargee's solicitors entitled "Brand and Co Client Account re: K S Biomedix Holdings PLC" at Barclays Bank PLC of 43 High Street Sutton Surrey SM1 1DR

Initial Deposit: £84,629.38

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

N/A

Signed *CMS Cameron McKenna*

Date *10th December 2001*

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03006674

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 6th DECEMBER 2001 AND CREATED BY K S BIOMEDIX HOLDINGS PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CANON RESEARCH CENTRE EUROPE LIMITED UNDER A LEASE OF EVEN DATE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 11th DECEMBER 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th DECEMBER 2001.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

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