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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.

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

12

3351717

Name of company

* ALTERIAN TECHNOLOGY LIMITED

Date of creation of the charge

20 DECEMBER 2000

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

RENT DEPOSIT DEED ("the Rent Deposit Deed")

Amount secured by the mortgage or charge

The Liabilities

Note: Liabilities is defined as including:

1. Rent, service charges, insurance premiums or other contribution to the cost of insurance of the premises at Suite B Lower Ground Floor, Century Place, Newfoundland Street, Bristol ("the Premises"), outgoings, interest, value added tax and other payments which are then due and payable to or recoverable by the Landlord, or in respect of which the Landlord is entitled to be indemnified by the Company under the lease of the Premises dated 20 December 2000 ("the Lease") whether or not reserved by way of rent, and whether or not formally demanded;

Continued

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

PHILLIPS & DREW LIFE LIMITED of
Triton Court, 14 Finsbury Square, London (Landlord)

Postcode EC2A 1PD

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

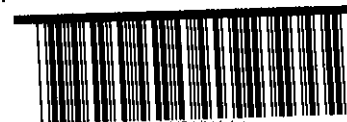
Berwin Leighton
DX 92 LONDON

VGRD/P765/9

Time critical reference

For official Use
Mortgage Section

Post room



LD8
COMPANIES HOUSE

0837
05/01/01

Short particulars of all the property mortgaged or charged

The Company's interest in an interest-bearing account maintained at the bank by the Managing Agents in which to hold the sum (initially £10,475) which the Company has provided to the Managing Agents to meet liabilities which is for the time being unexpended.

Notes:

The expression "Managing Agents" means the reputable managing agents for the time being appointed by the Landlord to act on its behalf for the purposes of the Rent Deposit Deed and notified to the Company in writing.

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)

Not applicable

Signed

Bernie Light

Date

4 January 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 CF4 3UZ

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binding margin

Particulars of a mortgage or charge (continued)

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

CHFP025

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

Company Number

3351717

Name of Company

ALTERIAN TECHNOLOGY LIMITED

~~limited~~*

* delete if
inappropriate

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

2. claims, demands, damages, losses, costs and expenses arising out of or incidental to breach by the Company of the covenants and conditions contained in the Lease, or of obligations in the Rent Deposit Deed; and

3. loss of mesne profits and other losses arising in consequence of forfeiture or disclaimer of the Lease

but do not include sums or matters which would otherwise qualify for treatment as Liabilities but which are unascertained or unquantified at the termination of this deed. Liabilities are not to be treated as unquantified because the Company disputes the amount if the claim has been quantified by the Landlord in good faith and in the reasonable and proper belief of its correctness.

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

Please do not
write in this
binding margin

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

Please complete
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bold block lettering

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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03351717

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 20th DECEMBER 2000 AND CREATED BY ALTERIAN TECHNOLOGY LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO PHILLIPS & DREW LIFE LIMITED UNDER THE LEASE OF EVEN DATE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 5th JANUARY 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th JANUARY 2001.

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THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —