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CHFP041

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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 £13 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

4

03563497

Name of company

Biomass Industrial Crops Limited (the "Chargor")

Date of creation of the charge

15th October 2008

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

Share Pledge between the Chargor and the Chargee (the "Share Pledge")

Amount secured by the mortgage or charge

All present and future, existing or possible undertakings and commitments of the Chargor to the Chargee pursuant to the loan agreement under which the Chargee grants the Chargor a loan amounting to £600,000 (i.e. €768,640), dated 15th October 2008 ("Loan Agreement"), as such undertakings and commitments may be extended, modified or amended and to include the repayment of all sums in principal, interest, fees and expenses that the Chargor might be liable for to the Chargee pursuant to the Loan Agreement

And all other monies - - - - - + 10

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

Robert Loosemore, 20 Bradmore Road, Oxford OX2 6QP (the "Chargee")

Postcode OX2 6QP

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

Pitmans
47 Castle Street
Reading
Berkshire RG1 7SR
DX 146420 Reading 21

Time critical reference

For official use (02/2006)
Mortgage Section

Post room

THURSDAY



AQWFR4EK

A62

30/10/2008

183

COMPANIES HOUSE

195 481/13
395

Short particulars of all the property mortgaged or charged

The two thousand five hundred (2,500) shares with a par value of €100 each in BICAL FRANCE EURL ("Shares"), owned by the Chargor and being the total issued share capital of BICAL FRANCE EURL. The Share Pledge extends to all revenues and accessories, as well as, in a general way, to all rights proceeding from the Shares or from those which would substitute or complement the Shares inclusively in the context of a trade, a regrouping, a division, a free attribution, a subscription in cash or otherwise

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

+95

A fee 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

Amars

Date 29th October 2008

On behalf of [company] [mortgagee/chargee] †

† 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. 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.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 3563497
CHARGE NO. 4**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SHARE PLEDGE DATED 15
OCTOBER 2008 AND CREATED BY BIOMASS INDUSTRIAL
CROPS LTD FOR SECURING £600,000 AND ALL OTHER MONIES
DUE OR TO BECOME DUE FROM THE COMPANY TO ROBERT
LOOSEMORE 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 30 OCTOBER 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31 OCTOBER
2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES