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## 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

[1][2]

30906401

Name of company

\* Photobox Limited

Date of creation of the charge

18 April 2005

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

Rent Deposit Deed dated 18 April 2005 and made between (1) SEPUT Nominee 81 Limited and SEPUT Nominee 82 Limited ("the Chargee" which expression includes its successors in title) and (2) Photobox Limited ("the Company")

Amount secured by the mortgage or charge

All moneys obligations and liabilities now or later due or owing to the Chargee in consequence of any breach by the Company of its obligations contained in a lease of Unit 843 Coronation Road Matrix Park Park Royal London and dated 18 April 2005 and made between the Chargee (1) and the Company (2) (the "Lease") or otherwise payable in relation to the Lease, together with interest as may be specified in the Lease, and all fees and other charges and all legal and other costs, charges and expenses, on a full and unqualified indemnity basis which may be incurred by the Landlord in enforcing the Rent Deposit Deed or its rights under the Lease (together the "Liabilities")

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

SEPUT Nominee 81 Limited and SEPUT Nominee 82 Limited both companies registered in Jersey whose address for service in the UK is Regent's House 42 Islington High Street London

Postcode N1 8XL

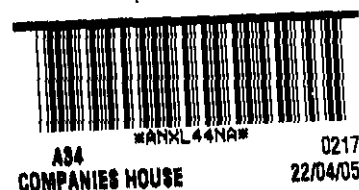
Presentor's name address and reference (if any):

Wragge & Co LLP  
55 Colmore Row  
Birmingham  
B3 2AS

Time critical reference  
1897401/SJT/HXR

For official Use (02/00)  
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

- (a) All moneys from time to time standing to the credit of the deposit account referred to in the Rent Deposit Charge or any replacement or substituted account (the "**Deposit**");
- (b) The Charge created by the Rent Deposit Charge is a continuing security and is a first fixed charge;
- (c) Clause 4.1 of the Rent Deposit Charge provides that the Landlord may from time to time appropriate the Deposit in whole or in part in payment or discharge of those Liabilities which have not yet been paid or discharged by the Company;
- (d) Clause 2.3 of the Rent Deposit Charge provides that all interest arising on the Deposit shall be added to and become part of the Deposit.

Please do not write in this margin

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

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95

Particulars as to commission allowance or discount (note 3)

NIL

Signed

*W. J. J. J.*

Date

21/4/05

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

A fee 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must 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. 03906401

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 18th APRIL 2005 AND CREATED BY PHOTOBX LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO SEPUT NOMINEE 81 LIMITED AND SEPUT NOMINEE 82 LIMITED 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 22nd APRIL 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th APRIL 2005.

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THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —