

# M

COMPANIES FORM No. 395

C0400040

# 395

CHWP000

Please do not  
write in  
this marginPlease complete  
legibly, preferably  
in black type, or  
bold block lettering\* insert full name  
of Company

## 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.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

3

4154556

Name of company

\* QINETIC HOLDINGS LIMITED

Date of creation of the charge

31<sup>st</sup> JULY 2006

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

A Deed of Admission to  
An Omnibus Letter of Set-Off dated 14<sup>th</sup> June 2005.....(the "Letter")

Amount secured by the mortgage or charge

All or any of the present and future liabilities to Lloyds TSB Bank plc ("the Bank") of the companies listed below ("the Companies) or any of them (whether such liabilities be actual, contingent, primary, collateral, several or joint and whether such accounts or liabilities be denominated in sterling and/or in a currency or currencies other than sterling):

(List of companies party to  
the Agreement)

See Attached

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

Lloyds TSB Bank plc  
25 Gresham Street  
London

30-00-02

Postcode

EC2V 7HN

Presentor's name address and  
reference (if any) : PBN -19221

Lloyds TSB Bank plc  
City Office  
P.O. Box 72, Bailey Drive  
Gillingham Business Park  
Kent ME8 0LS

Time critical reference

For official Use  
Mortgage Section

Post room

A25  
COMPANIES HOUSE707  
02/08/2006

Any sum or sums for the time being standing to the credit of any one or more of any present or future accounts of the Companies or any of them with the Bank (including any accounts held in the Bank's name with any designation which includes the name(s) of the Companies or any of them) whether such accounts be denominated in sterling or in a currency or currencies other than sterling.

**NOTE:** By Clause 6 of the Letter, the Companies agreed that none of them would (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Companies with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank).

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)

NIL

Signed

Date

31.7.06

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:-

**Part I - The Existing Companies**

<u>Name</u>	<u>Company Number</u>
QinetiQ Group plc (formerly QinetiQ Holdings Limited)	4586941
Cuesim Limited	3513912
Precis (2187) Limited	4383398
ASAP Calibration Services Limited	4764434
H V R Consulting Services Limited	1775338
QinetiQ Limited	3796233
QinetiQ Nanomaterials Limited	4244598
QinetiQ Survey and Surveillance Limited	4119935
QinetiQ Ventures Limited	4189279
QinetiQ Holdings Limited (formerly QinetiQ Group Plc)	4154556

**Part II - The Further Companies**

<u>Name</u>	<u>Company Number</u>
QinetiQ Overseas Holdings Limited	4439737
QinetiQ Rail Limited	5021077
Graphics Research Corporation Limited	2362111

FILE COPY



**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 04154556

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN OMNIBUS LETTER OF SET-OFF DATED 14 JUNE 2005 AND DATED THE 31st JULY 2006 AND CREATED BY QINETIQ HOLDINGS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE OTHER COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 2nd AUGUST 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th AUGUST 2006.

*Pargela*



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES