

# M

CHFP025

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legibly, preferably  
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\*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)

Name of company

\* Globalink Telecommunications International Ltd (the "Company")

Date of creation of the charge

4 September 2006

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

Debenture

Amount secured by the mortgage or charge

All the Company's present or future indebtedness to Gamma Telecom Limited (the "Lender") whether solely or jointly with any other person or persons and all the Company's other liabilities whatever to the Lender pursuant to a Switchless Resale Agreement dated 8th January 2003 (as extended by addenda dated 25th May 2004 and 29th March 2005) or otherwise, including (without limitation) indebtedness on account of money advanced, bills of exchange, promissory notes, obligations with respect to letters of credit, guarantees and indemnities, whether present, future, actual or contingent and whether or not matured or accrued due and whether incurred solely, severally or jointly with any other person and whether in sterling or in any other currency, together with interest, Lender expenses or charges and any other costs, charges and legal expenses (on a full indemnity basis) charged or incurred by the Lender and including those arising from the Lender perfecting or enforcing or attempting to enforce the Debenture or any other security (and its rights thereunder) held by the Lender from time to time.

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

Gamma Telecom Limited, James House, 27-35 London Road, Newbury, Berkshire

Postcode RG14 1JL

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

Charles Russell LLP  
8-10 New Fetter Lane  
London  
EC4A 1RS

(PGRB)

Time critical reference

For official Use (06/2005)

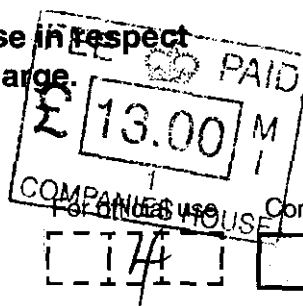
Mortgage Section

Post room



LD2  
COMPANIES HOUSE

385  
20/09/2006



Company number

4538588

Short particulars of all the property mortgaged or charged

The Company has charged to the Lender with full title guarantee:

- (i) by way of fixed charge, all book debts and other debts and monetary claims now and in the future due or owing to the Company by its telecoms customer base;
- (ii) by way of fixed charge all present and future bank accounts, cash at bank and credit balances of the Company with any bank or other person whatsoever;
- (iii) by way of assignment to the Lender, all the Company's right, title and interest in and to the Company's rights in relation to contracts entered into between it and its telecoms customers;
- (iv) by way of fixed charge, to the extent not validly or effectively assigned under Clause 2.1.3, the Company's rights in relation to its contracts; and
- (v) by way of fixed charge the goodwill and reputation of its telecoms supply business.

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

Particulars as to commission allowance or discount (note 3)

Signed Charles Russell LLP

Date 19/9/06

On behalf of ~~XXXXXXXXXXXX~~ [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. 04538588

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 4th SEPTEMBER 2006 AND CREATED BY GLOBALINK TELECOMMUNICATIONS INTERNATIONAL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GAMMA TELECOM LIMITED ON ANY ACCOUNT WHATSOEVER 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 20th SEPTEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd SEPTEMBER 2006 .

*17/09/06*



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES