



Registration of a Charge

Company name: **LIGHT BLUE OPTICS LIMITED**

Company number: **05018807**



X80IPNAJ

Received for Electronic Filing: **04/03/2019**

Details of Charge

Date of creation: **14/02/2019**

Charge code: **0501 8807 0008**

Persons entitled: **SILICON VALLEY BANK**

Brief description: **THE COMPANY CHARGED BY WAY OF FIRST FIXED CHARGE THE TRADEMARKS AND PATENTS SPECIFIED IN SCHEDULE 1 OF THE INSTRUMENT. THESE INCLUDE THE TRADEMARK WITH REGISTRATION NUMBER 2412668 AND THE TRADEMARK WITH REGISTRATION NUMBER 3096328 AND THE PATENT WITH PUBLICATION NUMBER 2506106 AND THE PATENT WITH PUBLICATION NUMBER 2515447. PLEASE REFER TO CLAUSE 2(A) AND SCHEDULE 1 OF THE INSTRUMENT FOR MORE DETAIL. THE COMPANY CHARGED BY WAY OF FIRST FIXED CHARGE ALL OF THE OTHER INTELLECTUAL PROPERTY PRESENTLY BELONGING OR THAT MAY BE ACQUIRED BY THE COMPANY (HOWEVER NO FURTHER DETAILS WERE SPECIFIED). PLEASE REFER TO CLAUSES 2(B) AND 2(C) AND THE DEFINITION OF INTELLECTUAL PROPERTY IN THE INSTRUMENT.**

Contains floating charge(s) .

Contains negative pledge.

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S. 859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by: **HANNAH ROWBOTHAM**



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 5018807

Charge code: 0501 8807 0008

The Registrar of Companies for England and Wales hereby certifies that a charge dated 14th February 2019 and created by LIGHT BLUE OPTICS LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 4th March 2019 .

Given at Companies House, Cardiff on 5th March 2019

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

EXECUTION VERSION

Date: 14 February 2019

Light Blue Optics Limited

as Chargor

Silicon Valley Bank

as Bank

Supplemental Charge

in respect of Intellectual Property

This document is registrable at the UK Companies Registry and the relevant IPO

THIS SUPPLEMENTAL CHARGE is made the 14 day of February 2019

BETWEEN:

- (1) **LIGHT BLUE OPTICS LIMITED** (the "**Chargor**") a company registered in England and Wales with registration number 05018807 and whose registered office is at St John's Innovation Centre, Cowley Road, Cambridge, England, CB4 0WS; and
- (2) **SILICON VALLEY BANK** (the "**Bank**") a California corporation with its principal place of business at 3003 Tasman Drive, Santa Clara, California 95054, USA.

BACKGROUND

- (A) This Supplemental Charge is supplemental to the Debenture dated 12 April 2018 entered into between the Chargor and the Bank (the "**Debenture**").
- (B) The parties have agreed to enter into this Supplemental Charge for the purpose of creating a fixed and a floating charge over the Chargor's present and future intellectual property.

IT IS AGREED as follows:

1. Definitions and Interpretation

1.1 Definitions

In this Supplemental Charge:

"**Charged Intellectual Property**" means the intellectual property rights charged by this Supplemental Charge as more particularly referred to in Clause 4 (Intellectual Property);

1.2 Interpretation

- (a) "**Charged Intellectual Property**" includes a reference to any part of it.
- (b) Words or expressions defined in the Debenture shall, unless otherwise defined in this Supplemental Charge or unless the context otherwise requires, have the same meaning when used in this Supplemental Charge.

2. Fixed Charge

The Chargor with full title guarantee and to the intent that the security created by this Supplemental Charge shall rank as a continuing security for all the Secured Obligations charges by way of first fixed charge:

- (a) the trade marks and patents and other intellectual property rights (if any) specified in Schedule 1;
- (b) all of the other Intellectual Property presently belonging to it; and
- (c) all the Intellectual Property that may be acquired by or belong to it in the future.

3. Floating Charge

The Chargor charges by way of first floating charge all the present and future Intellectual Property of the Chargor not at any time otherwise effectively mortgaged, charged, assigned or

otherwise secured by way of fixed mortgage, charge, assignment or other security interest under Clause 2 (*Fixed Charge*).

4. Intellectual Property

- (a) The Chargor shall maintain, protect and preserve the Charged Intellectual Property and all necessary certificates, licences, permits and authorisations from time to time required in relation to the Charged Intellectual Property.
- (b) The Chargor shall if requested to do so by the Bank, make entries in any public register of any Intellectual Property rights (of any nature) comprised in the Collateral which either record the existence of this Supplemental Charge or the restrictions on disposal imposed by this Supplemental Charge.

5. Deposit of documents

The Chargor shall promptly upon request of the Bank deposit with the Bank all certificates of registration or constituting or evidencing the Chargor's interest from time to time in the Intellectual Property and such other documents relating to the Intellectual Property as the Bank may from time to time require.

6. Provisions of the Debenture

All the provisions of the Debenture insofar as they are consistent with this Supplemental Charge shall (*mutatis mutandis*) apply to this Supplemental Charge as if incorporated in this Supplemental Charge but the only charges created by this Supplemental Charge are those contained in Clauses 2 (*Fixed Charge*) and 3 (*Floating Charge*) above and, so far as there is any reference to a "floating charge" in Clause 3.15 of the Debenture, this term shall apply to the floating charge created under Clause 3 (*Floating Charge*) above. To the extent that there may be any inconsistency between the provisions of this Supplemental Charge and those of the Debenture the provisions of this Supplemental Charge shall prevail.

7. Miscellaneous

7.1 Continuing and additional security

The security from time to time constituted by or pursuant to this Supplemental Charge is continuing and will extend to the ultimate balance of all the Secured Obligations, regardless of any intermediate payment or discharge in whole or in part and shall be in addition to and independent of the Debenture and any other security which the Bank may now or at any time hold on all or any part of the assets of the Chargor for or in respect of all or any part of the Secured Obligations.

7.2 No merger

No prior or subsequent security held by the Bank over the property and rights charged by this Supplemental Charge or any part of them shall merge in the security created by or pursuant to this Supplemental Charge. The Debenture shall remain in full force and effect and no provision of the Debenture shall merge with this Supplemental Charge.

EXECUTED as a DEED and delivered on the date stated at the beginning of this document.

Schedule 1

Details of Registered Intellectual Property

Part 1 – Trade marks

Case Ref.	Official No.	Title	Case Status	Owner	Country	Application Date	Application No.	Registration Date	Registration No.	Status	Property Type
TC780113EM A	007490626	Table-Down	Granted / Registered	Light Blue Optics Ltd	European Union Intellectual Property Office	23/12/2008	007490626	25/09/2009	007490626	Registered	Trade Mark
TC780114JPA	5339151	HLP	Granted / Registered	Light Blue Optics Ltd	Japan	27/01/2009	2009-004925	16/07/2010	5339151	Registered	Trade Mark
TC780978EM A	006241111	LBO	Granted / Registered	Light Blue Optics Ltd	European Union Intellectual Property Office	31/08/2007	006241111	09/06/2009	006241111	Registered	Trade Mark
TC780979EM A	006238992	HLP	Granted / Registered	Light Blue Optics Ltd	European Union Intellectual Property Office	31/08/2007	006238992	12/06/2008	006238992	Registered	Trade Mark
TC781444GB A	2412668	LIGHT BLUE OPTICS	Granted / Registered	Light Blue Optics Ltd	United Kingdom	02/02/2006	2412668	14/07/2006	2412668	Registered	Trade Mark
TN500241EM A	008191678	LIGHT TOUCH	Granted / Registered	Light Blue Optics Ltd	European Union Intellectual Property Office	31/03/2009	008191678	09/12/2009	008191678	Registered	Trade Mark
TN500783EM A	008124711	LIGHT BLUE OPTICS	Granted / Registered	Light Blue Optics Ltd	European Union Intellectual Property Office	25/02/2009	008124711	10/05/2010	008124711	Registered	Trade Mark
TN788029EM A	008688178	LIGHT SPEED	Granted / Registered	Light Blue Optics Ltd	European Union Intellectual Property Office	16/11/2009	008688178	19/05/2010	008688178	Registered	Trade Mark

Case Ref.	Official No.	Title	Case Status	Owner	Country	Application Date	Application No.	Registration Date	Registration No.	Status	Property Type
TN788031EM A	008688211	LIGHT WORK	Granted / Registered	Light Blue Optics Ltd	European Union Intellectual Property Office	16/11/2009	008688211	19/05/2010	008688211	Registered	Trade Mark
TX213705EM A	014509194	KAPTIVO	Opposed	Light Blue Optics Ltd	European Union Intellectual Property Office	25/08/2015	014509194			Pending	Trade Mark
TX213705GBA	3096328	KAPTIVO	Granted / Registered	Light Blue Optics Ltd	United Kingdom	26/02/2015	3096328	12/06/2015	3096328	Registered	Trade Mark
TX213705USA	86736833	KAPTIVO	Under examination	Light Blue Optics Ltd	United States of America	25/08/2015	86736833			Pending	Trade Mark
TX213706GBA	3096330	KAPTIVA	Granted / Registered	Light Blue Optics Ltd	United Kingdom	26/02/2015	3096330	31/07/2015	3096330	Registered	Trade Mark
XX213705EM AA	014509194	EUTM No. 01450919 4 KAPTIVO in Class 9 in the name of Light Blue Optics Ltd and Oppositio n No. B 2623489 thereto by Captiva GmbH	Opposition filed	Light Blue Optics Ltd	European Union Intellectual Property Office		014509194			Pending	Trade Mark

Part 2 – Patents

Case Ref.	Description	Official No.	Title	Case Status	Owner	Country	Application Date	Application No.	Pre-exam Publication Date	Publication No.	Registration Date	Registration No.	Status	Property Type
PC926640GB	Dual mirror scanning laser touch display systems	1214465.5	Scanning touch sensing systems	Awaiting examination	Light Blue Optics Ltd	United Kingdom	14/08/2012	1214465.5	26/03/2014	2506106			Pending	Patent
PC926640US	Dual mirror scanning laser touch display systems	14/421391	Scanning touch sensing systems	Published	Light Blue Optics Ltd	United States of America	13/08/2013	14/421391	30/07/2015	US-2015-0212653-A1			Pending	Patent
PC9266904GB	Laser scanning touch displays	1302481.5	Scanning touch sensing systems	Awaiting examination	Light Blue Optics Ltd	United Kingdom	13/02/2013	1302481.5	31/12/2014	2515447			Pending	Patent
PC927515GB	Pens for laser scanning touch systems	1420275.8	Touch sensing systems	Published	Light Blue Optics Ltd	United Kingdom	14/11/2014	1420275.8	24/08/2016	2535429			Pending	Patent
PC927632GB	Kaptive: image analysis for feature extraction	1502448.2	Data Capture and Sharing Systems	Published	Light Blue Optics Ltd	United Kingdom	13/02/2015	1502448.2	21/09/2016	2536408			Pending	Patent
PC927632EP	Kaptive: image analysis for feature extraction	16706234.8	Data Capture and Sharing Systems	Awaiting examination	Light Blue Optics Ltd	European Patent Office		16706234.8		EP3257021(A1)			Under examination	
PC927632US	Kaptive: image analysis for feature extraction	15/550732	Image Processing Systems and Methods	Published	Light Blue Optics Ltd	United States of America		15/550732		US2018040111(A1)			Under examination	
PC927632USA	CIP Kaptive: timeline capture	15/831070	Timeline Image Capture Systems and Methods	Published	Light Blue Optics Ltd	United States of America	06/12/2017	15/831070		US2018108121(A1)			Awaiting examination	

Case Ref.	Description	Official No.	Title	Case Status	Owner	Country	Application Date	Application No.	Pre-exam Publication Date	Publication No.	Registration Date	Registration No.	Status	Property Type
PC927632WO A	CIP Kaptive: timeline capture	PCT/GB2018/053518	Image Capture Systems	Application filed	Light Blue Optics Ltd	Patent Cooperation Treaty	04/12/2018	PCT/GB2018/053518					Awaiting publication	
PC927886GB	Kaptive: curved polarisers for reflection removal	1521896.9	Data Capture and Sharing Systems	Application filed	Light Blue Optics Ltd	United Kingdom	11/12/2015	1521896.9					Pending	Patent
PC928290GB	IoT distributed authentication	1719080.2	Device Authorization Systems	Application filed	Light Blue Optics Ltd	United Kingdom		1719080.2					Awaiting publication	

The Chargor

EXECUTED as a **DEED** by **LIGHT BLUE OPTICS LIMITED**
acting by a director in the presence of:

.....
Signature of director

Signature of witness

Print name

Address

Occupation

The Bank

EXECUTED as a **DEED** on behalf of **SILICON VALLEY BANK** a
California corporation, by...
being a person who, in accordance with the laws of that territory,
is acting under the authority of the corporation:

..... Authorised signatory