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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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

CHFP025

Please do not write in this margin

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

*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[2]6[5]

05419208

Name of company

* NOS 2 LIMITED (the "Company")

Date of creation of the charge

30 September 2009

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

Supplemental Mortgage

Amount secured by the mortgage or charge

4
+
10
(i) All monies from time to time due or owing, and all other actual or contingent liabilities from time to time incurred, by the Company to Barclays Bank Plc ("the Bank") under or pursuant to the Finance Documents as defined in the debenture dated 17 January 2007 between the Company and the Bank ("the Debenture"); and

(ii) interest on the monies and liabilities referred to above, to be calculated to the date of payment (as well as before any Default, (as defined in the Debenture) or judgment) at the rates and on the terms from time to time applicable under the relevant document (or, in the absence of an applicable rate and terms, to be calculated and paid under the terms of the facility letter dated 17 January 2007 between the Company and the Bank ("the Facility Letter") as if it were an unpaid sum in accordance with Clause 6.5 of the Facility Letter, ("the Secured Liabilities").

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

Barclays Bank Plc
1 Churchill Place London

Postcode E14 5HP

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

OLSWANG LLP
90 High Holborn
London
WC1V 6XX

HSP/19438-150 (3786379)

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

SATURDAY



A26

ASJUSDSC

03/10/2009

194

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

As security for the payment and discharge of the Secured Liabilities, the Company with full title guarantee charges to the Bank by way of first legal mortgage all of its rights as at the date of the Supplemental Mortgage in the premises at 13 and 14 Burleigh Street Cambridge CB1 1DG registered under Title Number CB154318 more particularly defined in a Transfer between NOS 5 Limited (1) and the Company (2) dated 30 September 2009 ("the Mortgaged Property"), together with all of its rights in all buildings, structures, erections, fixtures and fittings (including trade fixtures and fittings) from time to time on the Mortgaged Property and any proceeds of disposal of the Mortgaged Property.

As security for the payment and discharge of the Secured Liabilities, the Company with full guarantee assigns and agrees to assign absolutely to the Bank (subject to re-assignment on final and unconditional discharge of the Secured Liabilities) (in so far as such rights are capable of assignment) all of its rights under the Sale and Purchase Agreement dated 30 September 2009 between NOS 5 Limited (1) and NOS 2 Limited (2)

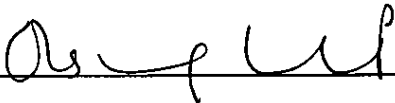
Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

N/A

Signed



Date 1 October 2009

On behalf of ~~XXXXXXXX~~ [mortgagee/~~XXXXXXXX~~] †

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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 5419208
CHARGE NO. 265**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SUPPLEMENTAL MORTGAGE
DATED 30 SEPTEMBER 2009 AND CREATED BY NOS 2 LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO BARCLAYS BANK PLC 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 3 OCTOBER 2009**

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6 OCTOBER 2009



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**