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

*insert full name
of Company

COMPANIES FORM No. 395

17183/13

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.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

17183

1069599

Name of company

* Robinson Webster (Holdings) Limited

Date of creation of the charge

17 June 2009

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

Debenture dated 17 June 2009 made between the Company (1) and Coutts &
Company (the 'Bank') (2) (the 'Debenture')

Amount secured by the mortgage or charge

All the Company's liabilities to the Bank of any kind and in any currency
(whether present or future actual or contingent and whether incurred alone
or jointly with another) together with the Bank's charges and commission
interest and expenses.

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

Coutts & Company
440 Strand
London

Postcode WC2R 0QS

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

Clyde & Co LLP
1 Stoke Road
Guildford
GU1 4HW

MJB/JHP/DRW/0904327

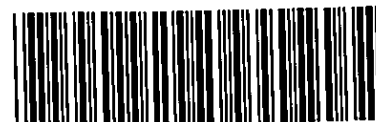
Time critical reference

For official Use (02/06)

Mortgage Section

Post room

SATURDAY



A4LY3AV5

A50

20/06/2009

99

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

1. legal mortgage over all the freehold and leasehold property now vested in or charged to the Company;
2. fixed charge over all estates or interests in any freehold and leasehold property now and in the future vested in or charged to the Company except the property charges by 1;
3. fixed charge over all the fixtures and fittings from time to time attached to any freehold or leasehold property of the Company;
4. fixed charge over all plant and machinery of the Company present and future and all associated warranties and maintenance contracts;
5. fixed charge over all rents receivable from any lease granted out of any freehold and leasehold property of the Company;
6. fixed charge over all the goodwill of the Company present and future;
7. fixed charge over all the uncalled capital of the Company present and future;
8. fixed charge over all stocks and shares and other securities held by the Company from time to time in any subsidiary and all income and rights derived from or attaching to the same;

Cont.

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

Particulars as to commission allowance or discount (note 3)

Signed Cycle & Co Up
On behalf of [company] ~~XXXXXXXXXXXX~~ †

Date 19/6/09

*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

Name of company

*insert full name
of Company

* Robinson Webster (Holdings) Limited

Addendum 1/4

1. Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Addendum 2/4

2. Amount due or owing on the mortgage or charge (continued)

Addendum 3/4

3. Names, addresses and descriptions of the mortgages or persons entitled to the charge (continued)

Addendum 4/4

4. Short particulars of all the property mortgaged or charged (continued)

9. fixed charge over all Intellectual Property Rights choses in action licences and claims of the Company present and future and the insurance policies and proceeds of any insurance from time to time affecting the whole and any part of the undertaking property and assets of the Company charged under clause 1 of the Debenture. "Intellectual Property Rights" include (without limitation) all rights in patents inventions copyrights design rights trademarks service marks database rights confidential information know-how domain names and business names;

10. fixed charge over the benefit of any currency or interest rate swap cap or collar or other hedging agreement or any futures transaction or treasury instrument made with the Bank or any third party;

11. floating charge over all the undertaking and all property assets and rights of the Company present and future not subject to a fixed charge under this deed or any other security present or future held by the Bank.



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

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

COMPANY NO. 1069599
CHARGE NO. 13

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 17 JUNE 2009
AND CREATED BY ROBINSON WEBSTER (HOLDINGS) LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO COUTTS & COMPANY ON ANY ACCOUNT
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1
PART XII OF THE COMPANIES ACT 1985 ON THE 20 JUNE 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24 JUNE 2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES