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CHFP041

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in black type or
bold block
lettering

* 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.

395

1304141
52

Pursuant to section 395 of the Companies Act 1985

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

For official use Company number

5436113

Name of company

*CKS Group Plc

Date of creation of the charge

19 June 2007

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

DEBENTURE

Amount secured by the mortgage or charge

All money, liabilities and obligations now or in the future owed or incurred by the
Company to General Capital Venture Finance Limited ("General Capital") of any kind
whether or not immediately payable, whether certain or contingent, sole or joint as principal
or surety and including interest, commission, costs, charges and expenses charged by
General Capital

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

GENERAL CAPITAL VENTURE FINANCE LIMITED
The Oaks, Kirby Road, Trowse, Norwich, Norfolk

Postcode NR14 8RS

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

Ashton Graham
Waterfront House
Wherry Quay
Ipswich IP4 1AS
DX 3221 Ipswich ✓

Time critical reference

For official use (02/2006)
Mortgage Section

Post room

THURSDAY



A8KO6QSE

A64

28/06/2007

668

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

Legal mortgage of all freehold and leasehold land now vested in the Company including (without limitation) any buildings and fixtures on the land and the benefit of any covenants or rights owed to any person or enforceable by them by virtue of the ownership, possession or occupation of land, first fixed equitable charge on all freehold and leasehold land which the Company acquires in the future, first fixed charge on

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(a) all goodwill and uncalled capital of the Company, present or future,

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

(b) all rights, title and interest of the Company, now or in the future, any stocks, shares, instruments creating or acknowledging any debt, or other securities issued by any persons,

(c) all rights, title and interest of the Company, now or in the future, in or under any policy of insurance or assurance or to the proceeds thereof,

(d) all rights, title and interest of the Company, now or in the future, in or to any registered intellectual property rights in any territory, including without limitation, patents, trademarks, service marks, registered designs, and any similar rights in any territory in any applications or right to apply for any of the above, any invention, copyright, design right or performance right, any trade secrets, know-how and confidential information, the benefit of any agreement or licence for the use (by the Company and any other person) of any such right,

A fee is payable to Companies House in respect of each register entry for a mortgage or charge (See Note 5)

Particulars as to commission allowance or discount (note 3)

Signed

Date 26-6-07

On behalf of ~~Company~~ [mortgagee/chargee]

† 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 are to be made payable to **Companies House**
- 6 The address of the Registrar of Companies is - Companies House, Crown Way, Cardiff CF4 3UZ

**Particulars of a mortgage or charge
(continued)**Please do not
write in this
marginContinuation sheet No 1
to Forms Nos 395 and 410 (Scot)Please complete
legibly, preferably
in black type, or
bold block lettering

Company number

5436113

*Delete if
inappropriate

Name of company

CKS Group Plc

Limited*

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

(e) All book and other debts now or in the future owing to the Company (whether alone or jointly with any other person), whenever payable and whether liquidated or unliquidated, certain or contingent, including without limitation credit balances on any accounts at any bank or financial institution other than the Accounts (as defined in Schedule 2 to the Debenture), and together with all cheques, bills of exchange, negotiable instruments, credits and securities, at any time given in relation to, or to secure payment of, any such debt but excluding any asset or right effectively charged by way of fixed charge under any other provision of clause 3 of the Debenture,

(f) Any sum payable to the Company (and any right to recover such a sum) by way of rent, service charge or otherwise under any lease of freehold or leasehold land, or as mesne profits, licence fee, or otherwise howsoever for the future use or occupation of or trespass upon any leasehold or freehold land, or any other income arising from any freehold or leasehold land and by way of rent or otherwise for or in connection with the possession of use of, or in respect of any trespass to or conversion of, any chattel except in so far as the same is effectively charged by way of fixed charge by clause 3 of the Debenture,

(g) All rights of the Company, now or in the future, arising out of or in connection with any agreement for the acquisition of any property (real or personal) by the Company (except to the extent that such rights amount to any interest in land effectively charged by way of legal mortgage or fixed charge by clause 3 1 or 3 2 of the Debenture including, without limitation, any option to acquire property, or for the hire, hire purchase, lease or loan of any property (real or personal) to the Company (except that is provided for above),

(h) All rights, claims or obligations of any kind whatsoever now or at any time owed to the Company capable of being satisfied by the payment of money, which are not effectively charged by way of fixed charge being a provision of the Debenture,

(i) All plants, machinery or equipment of any kind (including without limitation all cables, pipes, switchgear, heating, lighting, electrical, water and gas apparatus (which does not for any reason constitute anything of any limitation, trade and tenants fixtures, but is now or at any time directly or indirectly attached by any means and for any purpose to any land or building, whether or not it is removable or intended to form part of any lands or buildings, and

(j) All plants, machinery, equipment and motor vehicles now or at any time owned by the Company as a capital asset which is not a Fixture of Fixed Plant and Equipment as defined in the Debenture, (including without limitation any moulds, patterns, tools (other than hand tools and consumerable tooling) dyes and jigs),

By way of first floating charge all the undertaking, property and assets of the Company whatsoever and whensoever present or future which are not for any reason effectively charged by the Debenture by way of fixed charge or mortgage including (without limitation) any heritable property of the Company situated in Scotland

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

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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

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FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05436113

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 19th JUNE 2007 AND CREATED BY CKS GROUP PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GENERAL CAPITAL VENTURE FINANCE LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 28th JUNE 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3rd JULY 2007

Dx. Cen



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES