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legibly, preferably
in black type, or
bold block lettering

*insert full name
of Company

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.**

Pursuant to section 395 of the Companies Act 1985

133663/13

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

For official use

Company number



06053100

Name of company

* Peer2Peer Systems Limited

Date of creation of the charge

12 September 2008

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

Debenture

Amount secured by the mortgage or charge

All monies now due or hereafter to become due or from time to time accruing
due from Peer2Peer Systems Limited to Rule Financial Limited upon any
account and in any manner whatsoever

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

Rule Financial Limited, 4th Floor 101 Mortgate London

Postcode EC2M 6SL

Presentor's name address and
reference (if any)

Weightmans LLP
6 New Street Square
New Fetter Lane
London
EC4A3BF
JHC DBE 195782/3

Time critical reference

For official Use (02/00)
Mortgage Section

WEDNESDAY



A25

17/09/2008

31

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

By way of first legal mortgage, all the Properties listed in Schedule 1 of the Debenture

By way of first fixed charge

- 1 all Properties acquired by the Borrower in the future,
- 2 all present and future interests of the Borrower not effectively mortgaged or charged under the preceding provisions of clause 3 in or over freehold or leasehold property,
- 3 all present and future rights, licences, guarantees, rents, deposits, contracts, covenants and warranties relating to the Properties,
- 4 all licences, consents and authorisations, statutory or otherwise held or required in connection with the Borrower's business or the use of any Charged Property and all rights in connection with them,
- 5 all present and future goodwill and uncalled capital for the time being of the Borrower, and
- 6 all Equipment, and
- 7 all shares in Peer2Peer Polska s p z o o incorporated and registered in Poland and any other body corporate situated in the United Kingdom or otherwise

By way of first floating charge, all the undertaking, property, assets and rights of the Borrower at any time not effectively mortgaged or charged or assigned pursuant to clause 3 1(a) and clause 3 1(b) of the Debenture

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)

Signed Wegmans LLP

Date 16 September 2008

On behalf of ~~XXXXXX XXXXXX~~ [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 396). 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. 6053100
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 12
SEPTEMBER 2008 AND CREATED BY PEER2PEER SYSTEMS LTD
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO RULE FINANCIAL LIMITED ON ANY
ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO
CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 17
SEPTEMBER 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18 SEPTEMBER
2008



Companies House
— for the record —

PJ



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES