

# MG04



Application for registration of a memorandum of satisfaction that part (or the whole) of the property charged (a) has been released from the charge; (b) no longer forms part of the company's property

☒ **What this form is for**  
You may use this form to register a memorandum of satisfaction where part or the whole of the property has a) been released from the charge or b) ceased to form part of the property

☒ **What this form is NOT for**  
You cannot use this form to register a memorandum of satisfaction where part or the whole of the property a) has been released from the charge or b) no longer forms part of the company's property. If you do this, please use MG01

For further information, please



LD6  
\*LSM26HF3\*  
11/02/2010  
COMPANIES HOUSE

THURSDAY

## 1 Company details

Company number 2 5 9 3 2

Company name in full LCH Clearnet Limited (the "Company")

For official use

→ **Filing in this form**  
Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by \*

## 2 Creation of charge

Date charge created d0 d7 m0 m1 y2 y0 y1 y0

Description ① A supplemental security deed dated 7th January 2010 (the "Supplemental Security Deed")

Date of registration ② d1 d2 m0 m1 y2 y0 y1 y0

① You should give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Legal charge'

② The date of registration may be confirmed from the certificate

## 3 Name and address of chargee(s), or trustee(s) for the debenture holders

Please give the name and address of the chargee(s), or trustee(s) for the debenture holders

Name Citibank N A (the "Chargee")

Address Citigroup Centre, Canada Square, Canary Wharf  
London, England

Postcode E 1 4 5 L B

Name

Address

Postcode

Name

Address

Postcode

**Continuation page**  
Please use a continuation page if you need to enter more details

## MG04

Application for registration of a memorandum of satisfaction that part (or the whole) of the property charged (a) has been released from the charge, (b) no longer forms part of the company's property

### 4 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

**Continuation page**  
Please use a continuation page if  
you need to enter more details

Short particulars

Please see the continuation sheets

### 5 Satisfaction of the property charged

I confirm that with respect to the charge described above that ①

- ☐ part of the property  
☒ the whole of the property

has ①

- ☒ been released from the charge  
☐ ceased to form part of the company's property or undertaking  
☐ been released from the charge and ceased to form part of the company's property

① Please tick one box only

### 6 Signature

Please sign the form here

Signature

Signature

X Clifford Chance

Clifford Chance LLP

X

This form must be signed by a person with an interest in the registration of the charge

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### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record

Contact name Owen Lysak (70-40373921)

Company name Clifford Chance LLP (via  
London CH counter)

Address 10 Upper Bank Street

Post town Canary Wharf

County/Region London

Postcode E 1 4 5 J J

Country UK

DX 149120 Canary Wharf 3

Telephone 020 7006 1000



### Checklist

**We may return forms completed incorrectly or with information missing**

**Please make sure you have remembered the following**

- ☐ The company name and number match the information held on the public Register
- ☐ You have correctly completed the charge details in Section 2
- ☐ You have given the name and address of the chargee, or trustee for the debenture holders
- ☐ You have completed the details of the short particulars of the property charged
- ☐ You have completed both parts of Section 5
- ☐ You have signed the form



### Important information

**Please note that all information on this form will appear on the public record**



### Where to send

**You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below**

#### For companies registered in England and Wales

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

#### For companies registered in Scotland

The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

#### For companies registered in Northern Ireland

The Registrar of Companies, Companies House,  
First Floor, Waterfront Plaza, 8 Laganbank Road,  
Belfast, Northern Ireland, BT1 3BS  
DX 481 N R Belfast 1



### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

**This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)**

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### 4 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

#### Short particulars

##### Definitions

"**Business**" means the central counterparty business carried on by the Company from time to time in each Market,

"**Citi Affiliate**" means a member of the Citigroup Organisation which the Company has appointed for the purposes of providing Settlement Services and which is fully and properly identified in the Settlement Services Agreement,

"**Citigroup Organisation**" means Citigroup Inc. and any company or other entity of which Citigroup, Inc is directly or indirectly a shareholder or owner For purposes of the Settlement Services Agreement, each branch of the Chargee shall be a separate member of the Citigroup Organisation,

"**Clearance System**" means the Company or any clearing agency, settlement system or depository, including for the avoidance of doubt each CSD used in connection with Transactions and any nominee of the foregoing (unless the context otherwise requires,

"**Country Schedule**" means any schedule (as set out in the Settlement Services Agreement) that amends, modifies or supplements the terms of the Settlement Services Agreement with respect to a Settlement Agent,

"**CREST**" means the computer-based system and procedures established by EUI to enable title to units of stock to be evidenced and transferred without a written instrument and to facilitate supplementary and incidental matters,

"**CSD**" means a central securities depository (which also includes both a national and international central securities depository, including Euroclear and Clearstream),

"**Eligible Stock**" means stock represented by entries on one or more Eligible Stock Accounts,

"**Eligible Stock Account**" means a stock account of the Company relating to its Business,

"**Global Settlement Agent**" means the Chargee providing Global Settlement Services through contractual arrangements entered into by the Chargee with a Sub-Settlement Agent,

"**Global Settlement Services**" means the Global Settlement Agent providing custody and settlement services to the Company in connection with the settlement of Transactions where settlement will have to be procured by the Global Settlement Agent from a Sub-Settlement Agent not affiliated to the Chargee,

"**Market**" means each market in which the Company appoints a Settlement Agent (which term for the purposes of this definition includes the Global Settlement Agent) in accordance with the Settlement Services Agreement and as more specifically identified in the Settlement Services Agreement as

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amended from time to time,

**"Regulations"** means the Uncertificated Securities Regulations 1995 (SI 1995 No 3272), the Uncertificated Securities Regulations 2001 and such other regulations made under Sections 784, 785 or 788 of the Companies Act 2006, as are applicable to EUI and/or the CREST relevant system and are for the time being in force,

**"Securities"** means any financial asset (other than derivatives contracts of any kind) including (i) an obligation of an issuer or any person or a share, participation or other interest in an issuer or person, which is, or is of a type, dealt in or traded on financial markets, or which is recognised in any area in which it is issued or dealt in as a medium for investment, and (ii) any other non-cash property that the Global Settlement Agent or a Settlement Agent holds subject to the Settlement Services Agreement,

**"Services"** means the services to be provided under the terms of the Settlement Services Agreement (and its respective Country Schedules),

**"Settlement Agent"** means a Citic Affiliate performing the Services,

**"Settlement Services"** means the Global Settlement Agent and each Settlement Agent settling, or procuring the settlement of, Transactions in respect of those jurisdictions in which the Global Settlement Agent or the relevant Settlement Agent provides Services,

**"Settlement Services Agreement"** means the agreement identified as such, entered into by the Chargee and the Company dated 24 March 2008,

**"Sub-Settlement Agent"** means a Third Party, which has been appointed by the Global Settlement Agent pursuant to an agreement (which, for the avoidance of doubt, is not the Settlement Services Agreement) to act as sub-settlement agent,

**"Third Party"** means a person who is not party to the Settlement Services Agreement, and

**"Transaction"** means any transaction in Securities which is to be settled through the Global Settlement Agent or through a Settlement Agent or pursuant to their respective instructions to the extent that such transactions are entered into on or to be settled through a Clearance System, whether directly by the Company or on its behalf

In the Supplemental Security Deed the Company:

1 charged by way of first floating charge

(a) all Eligible Stock held by, or on behalf of or for the account of,

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Short particulars

the Company in CREST,

- (b) all and any property, property rights or interest of the Company in, or rights of the Company to, Eligible Stock in CREST, including (without limitation) interests of the kinds specified in Regulations 25(1)(a) and 25(2)(a) of the Regulations;
- (c) all and any sums or other benefits due or becoming due to the Company by reason of its holding of or entitlement to stock in CREST which at the time of the sums or benefits becoming due was Eligible Stock, including, without limitation, sums or benefits due or becoming due by way of repayment, bonus, allotment, dividend, interest, preference, redemption or conversion or accruing or offered in respect of Eligible Stock in which the Company has an interest;
- (d) all and any stock or rights (including property rights), title or interest of the Company in, or any sum or benefit deriving from, stock which is no longer in uncertificated form, whether by reason of the Company having become a former system-member of CREST, or such stock being converted into certificated form,
- (e) all sums and payments now and from time to time hereafter receivable by or for the account of the Company by reason or in respect of any transfer or debit of, or agreement to transfer or debit, stock from any Eligible Stock Account of or in the name of or otherwise referable to the Company in CREST or of any transfer by the Company of any of its right, title or interest to or in stock represented or to be represented by any credit balance for the time being on any such Eligible Stock Account in CREST, together with all rights and interests in such sums and payments, and
- (f) all sums and payments from time to time hereafter receivable by or for the account of the Company by reason of or in respect of the closing out or liquidation of any unsettled contract relating to any Eligible Stock in CREST

The Supplemental Security Deed contains covenants for further assurance