

MG01

Particulars of a mortgage or charge

V070316/13



A fee is payable with this form  
We will not accept this form unless you send the correct fee  
Please see 'How to pay' on the last page

☒ What this form is for  
You may use this form to register  
particulars of a mortgage or charge  
in England and Wales or Northern  
Ireland

☐ What this form is NOT for  
You cannot use this form to register  
particulars of a charge on a  
company. To do this, use form  
MG01s

WEDNESDAY



LD5

02/05/2012

#10

COMPANIES HOUSE

1 Company details

Company number 0 0 2 1 3 6 2 9

Company name in full ROM Limited (the **Chargor**)

22

→ Filling in this form  
Please complete in typescript or in  
bold black capitals.

All fields are mandatory unless  
specified or indicated by \*

2 Date of creation of charge

Date of creation d2 d5 m0 m4 y2 y0 y1 y2

3 Description

Please give a description of the instrument (if any) creating or evidencing the  
charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'

Description Book debts and account charge (the **Charge**)

4 Amount secured

Please give us details of the amount secured by the mortgage or charge

Amount secured All present and future obligations and liabilities, whether actual or  
contingent and whether owed jointly or severally or in any other  
capacity whatsoever, of each Obligor to the Finance Parties under  
the Finance Documents (the **Secured Liabilities**)

Capitalised terms are defined in the MG01 Continuation Sheet  
attached

Continuation page

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

# MG01

## Particulars of a mortgage or charge

**5**

### Mortgagee(s) or person(s) entitled to the charge (if any)

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge.

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

Name

Burdale Financial Limited (the **Security Trustee**)

Address

5th Floor, Bow Bells House, 1 Bread Street, London

Postcode

E C 4 M 9 B E

Name

Address

Postcode

**6**

### 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

See the MG01 Continuation Sheet attached

MG01

Particulars of a mortgage or charge

7

**Particulars as to commission, allowance or discount (if any)**

Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his

- subscribing or agreeing to subscribe, whether absolutely or conditionally, or
- procuring or agreeing to procure subscriptions, whether absolute or conditional,

for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered

Commission allowance or discount

Nil

8

**Delivery of instrument**

You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860). If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 870).

We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 866). The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it. Where a body corporate gives the verification, an officer of that body must sign it. We will also accept a verified copy where section 867(2) applies (property situated in another part of UK).

9

**Signature**

Please sign the form here

Signature

Signature

X Norton Rose LLP

X

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

# MG01

## Particulars of a mortgage or charge



### 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 and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record

Contact name	ALHA/LN51869
Company name	Norton Rose LLP
Address	3 More London Riverside
Post town	London
County/Region	Greater London
Postcode	S E 1 2 A Q
Country	England
DX	DX 85 London
Telephone	020 7283 6000



### Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank



### 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 included the original deed with this form
- ☐ You have entered the date the charge was created
- ☐ You have supplied the description of the instrument
- ☐ You have given details of the amount secured by the mortgagee or chargee
- ☐ You have given details of the mortgagee(s) or person(s) entitled to the charge
- ☐ You have entered the short particulars of all the property mortgaged or charged
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



### Important information

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



### How to pay

A fee of £13 is payable to Companies House in respect of each mortgage or charge

Make cheques or postal orders payable to 'Companies House'



### 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,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 NR 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)

# MG01 - continuation page

## Particulars of a mortgage or charge

6

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

Please give the short particulars of the property mortgaged or charged

Short particulars

#### 1 Security

The Chargor, as security for the payment and performance of the Secured Liabilities and in the manner specified in paragraph 2 of this Form MG01, charged in favour of the Security Trustee by way of fixed charge

- (a) all of its right, title and interest (if any) in and to the Blocked Accounts and all monies standing to the credit of the Blocked Accounts and the debts represented by them,
- (b) its Book Debts, both uncollected and collected and the proceeds of the same but excluding its Charged Accounts and any amounts standing to the credit of any of its Charged Accounts and excluding any Excluded Receivables,
- (c) the benefit of all rights, securities and guarantees of whatsoever nature enjoyed or held by it in relation to anything in clause 1(b)

#### 2 Nature of security created

The Security Interests created under the Charge were created

- (a) as continuing security to secure the payment and discharge of the Secured Liabilities,
- (b) over all present and future assets of the kind described which are owned by the Chargor and, to the extent that it does not own those assets, shall extend to any right or interest which it may have in them,
- (c) in favour of the Security Trustee as trustee for the Finance Parties,
- (d) with full title guarantee, and
- (e) separate and distinct from (and shall not merge with) the Security Interests created under the Debenture

#### 3 Definitions

**Blocked Accounts** means the bank accounts of the Chargor specified in the Schedule to this Form MG01 and/or such other bank accounts of the Chargor as the Security Trustee may designate or approve

**Book Debts** means

- (a) all book and other debts in existence from time to time (including, without limitation, any sums whatsoever owed by banks or similar institutions) both

# MG01 - continuation page

## Particulars of a mortgage or charge

6	<b>Short particulars of all the property mortgaged or charged</b>																			
	Please give the short particulars of the property mortgaged or charged																			
Short particulars	<p>present and future, actual or contingent, due, owing to or which may become due, owing to or purchased or otherwise acquired by the Chargor, and</p> <p>(b) the benefit of all rights whatsoever relating to the debts referred to in (a) above including, without limitation, any related agreements, documents, rights and remedies (including, without limitation, negotiable or non-negotiable instruments, guarantees, indemnities, legal and equitable charges, reservation of proprietary rights, rights of tracing, unpaid vendor's security and all similar connected or related rights and assets)</p> <p><b>Charged Accounts</b> is defined in the Debenture</p> <p><b>Debenture</b> means the debenture dated on or about the date of the Facility Agreement between, among others, the Chargor and the Security Trustee</p> <p><b>Excluded Receivables</b> means any Receivable in respect of which the relevant debtor is an Obligor</p> <p><b>Facility Agreement</b> means the facility agreement originally dated 10 October 2011 between, among others, the Chargor as Borrower and/or Guarantor, Burdale Financial Limited and RBS Invoice Finance Limited as Original Lenders and Burdale Financial Limited as Arranger, Agent and Security Trustee</p> <p><b>Finance Parties</b> is defined in the Facility Agreement</p> <p style="text-align: center;"><b>SCHEDULE</b></p> <table border="1" data-bbox="331 1413 1468 1704"> <thead> <tr> <th>Chargor</th> <th>Bank</th> <th>Branch</th> <th>Sort Code</th> <th>Account No./International Customer Key</th> </tr> </thead> <tbody> <tr> <td>ROM Limited</td> <td>The Royal Bank of Scotland plc</td> <td>City of London</td> <td>15-10-00</td> <td>ROMLIM-EURC</td> </tr> <tr> <td>ROM Limited</td> <td>The Royal Bank of Scotland plc</td> <td>City of London</td> <td>15-10-00</td> <td>23354740</td> </tr> </tbody> </table>					Chargor	Bank	Branch	Sort Code	Account No./International Customer Key	ROM Limited	The Royal Bank of Scotland plc	City of London	15-10-00	ROMLIM-EURC	ROM Limited	The Royal Bank of Scotland plc	City of London	15-10-00	23354740
Chargor	Bank	Branch	Sort Code	Account No./International Customer Key																
ROM Limited	The Royal Bank of Scotland plc	City of London	15-10-00	ROMLIM-EURC																
ROM Limited	The Royal Bank of Scotland plc	City of London	15-10-00	23354740																



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

**Pursuant to section 869(5) & (6) of the Companies Act 2006**

**COMPANY NO. 213629  
CHARGE NO. 22**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A BOOK DEBTS AND ACCOUNT  
CHARGE DATED 25 APRIL 2012 AND CREATED BY ROM  
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME  
DUE FROM EACH OBLIGOR TO THE FINANCE PARTIES ON  
ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE  
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING  
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1  
PART 25 OF THE COMPANIES ACT 2006 ON THE 2 MAY 2012**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 9 MAY 2012**



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

*AY*