

MG01

Particulars of a mortgage or charge

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 for a Scottish company. To do this, please use form MG01s.



PMO 41119 339
COMPANIES HOUSE

1

Company details

Company number 00540403

Company name in full TDG (UK) LIMITED

For official use 15 L (DX)

Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2

21/09

Date of creation of charge

Date of creation d1 d5 m1 m0 y2 y0 y0 y9

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 STANDARD SECURITY

4

Amount secured

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

Amount secured Please see Continuation Page.

Continuation page

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

MG01. - continuation page

Particulars of a mortgage or charge

4

Amount secured

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

Amount secured

THE STANDARD SECURITY IS GRANTED FOR PAYMENT AND DISCHARGE OF THE SECURED OBLIGATIONS.

SECURED OBLIGATIONS MEANS THE SENIOR OBLIGATIONS AND THE BARCLAYS OBLIGATIONS;

SENIOR OBLIGATIONS MEANS 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 EXCEPT FOR ANY OBLIGATION WHICH, IF IT WERE SO INCLUDED, WOULD RESULT IN A CONTRAVENTION OF SECTION 151 OF THE COMPANIES ACT 1985 AND, FROM SUCH TIME AS THAT SECTION IS REPEALED, WOULD RESULT IN A CONTRAVENTION BY A CHARGOR OF SECTIONS 678 AND 679 OF THE COMPANIES ACT 2006 (OR ITS EQUIVALENT IN ANY OTHER JURISDICTION).

STANDARD SECURITY MEANS THIS STANDARD SECURITY TOGETHER WITH THE SCHEDULE ANNEXED AND EXECUTED AS RELATIVE HERETO AND ANY DOCUMENT WHICH IS EXPRESSED TO AMEND THIS STANDARD SECURITY;

BARCLAYS MEANS BARCLAYS BANK PLC;

BARCLAYS COUNTER-INDEMNITIES MEANS THE COUNTER-INDEMNITIES FROM TIME TO TIME HELD BY BARCLAYS IN RELATION TO THE BONDS, GUARANTEES AND/OR INDEMNITIES ISSUED BY BARCLAYS FROM TIME TO TIME PURSUANT TO THE BARCLAYS FACILITY LETTER (INCLUDING, FOR THE AVOIDANCE OF DOUBT, EACH SUCH COUNTER-INDEMNITY PROVIDED PRIOR TO THE DATE OF THIS STANDARD SECURITY) AND, UNLESS THE CONTEXT OTHERWISE REQUIRES, INCLUDES EACH OR ANY OF THEM;

BARCLAYS DOCUMENTS MEANS THE BARCLAYS FACILITY LETTER, THE BARCLAYS COUNTER-INDEMNITIES AND THE BARCLAYS GUARANTEE.

BARCLAYS FACILITY LETTER MEANS THE BONDS, GUARANTEES AND/OR INDEMNITIES FACILITY LETTER DATED 13 OCTOBER 2008 AND ENTERED INTO BETWEEN (1) BARCLAYS AND (2) TDG LIMITED, (3) TDG (UK) LIMITED AND (4) TDG DOMAN IBERIA SL (AS BORROWERS), PURSUANT TO WHICH BARCLAYS AGREES TO MAKE CERTAIN FACILITIES AVAILABLE TO SUCH BORROWERS ON THE TERMS SET OUT IN THE LETTER;

BARCLAYS GUARANTEE MEANS THE GUARANTEE AND INDEMNITY FROM TDG (UK) LIMITED (INCORPORATED IN ENGLAND WITH COMPANY NUMBER 00540403), TDG AVONMOUTH LIMITED (INCORPORATED IN ENGLAND WITH COMPANY NUMBER 01164553), TDG B.V. (INCORPORATED IN THE NETHERLANDS WITH COMPANY NUMBER 24147071) AND TDG MOND SA (INCORPORATED IN BELGIUM WITH COMPANY NUMBER 402469331) IN FAVOUR OF BARCLAYS, DATED 13 OCTOBER 2008 WITH RESPECT TO EACH BORROWER'S LIABILITIES TO BARCLAYS UNDER THE BARCLAYS FACILITY LETTER AND THE BARCLAYS COUNTER-INDEMNITIES;

BARCLAYS OBLIGATIONS MEANS ALL PRESENT AND FUTURE OBLIGATIONS AND LIABILITIES, WHETHER ACTUAL OR CONTINGENT AND WHETHER OWED JOINTLY OR SEVERALLY OR IN ANY OTHER CAPACITY WHATSOEVER, OF THE CHARGOR TO BARCLAYS UNDER THE BARCLAYS DOCUMENTS EXCEPT FOR: ANY SENIOR OBLIGATIONS WHICH MAY BE OWED TO BARCLAYS IN ITS CAPACITY AS A FINANCE PARTY; AND ANY OBLIGATION WHICH, IF IT WERE SO INCLUDED, WOULD RESULT IN A CONTRAVENTION OF SECTION 151 OF THE COMPANIES ACT 1985 AND, FROM SUCH TIME AS THAT SECTION IS REPEALED, WOULD RESULT IN A CONTRAVENTION BY A CHARGOR OF SECTIONS 678 AND 679 OF THE COMPANIES ACT 2006 (OR ITS EQUIVALENT IN ANY OTHER JURISDICTION);

FACILITY AGREEMENT MEANS THE FACILITY AGREEMENT DATED 3 JULY 2008 BETWEEN LAXEY LOGISTICS LIMITED AND OTHERS AS ORIGINAL BORROWERS AND/OR ORIGINAL GUARANTORS, BURDALE FINANCIAL LIMITED AS ORIGINAL LENDER, BURDALE FINANCIAL LIMITED AS ARRANGER AND BURDALE FINANCIAL LIMITED AS AGENT AND SECURITY TRUSTEE (AS AMENDED, NOVATED, SUPPLEMENTED, EXTENDED, RESTATED OR REPLACED FROM TIME TO TIME);

FINANCE DOCUMENTS IS DEFINED IN THE FACILITY AGREEMENT;

FINANCE PARTIES IS DEFINED IN THE FACILITY AGREEMENT;

INTERCREDITOR DEED MEANS THE INTERCREDITOR DEED DATED ON OR ABOUT THE DATE OF EXECUTION OF THIS STANDARD SECURITY BETWEEN (AMONGST OTHERS) THE CHARGOR, THE SECURITY TRUSTEE, THE FINANCE PARTIES, BARCLAYS AND TDG TRUSTEES LIMITED, THE LATTER AS PENSION TRUSTEE (AS DEFINED THEREIN);

OBLIGORS IS DEFINED IN THE FACILITY AGREEMENT;

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.

Name BURDALE FINANCIAL LIMITED AS SECURITY TRUSTEE

Address 1 TEMPLE BACK FAST
TEMPLE QUAY, BRISTOL

Postcode

Name

Address

Postcode

Continuation page

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

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

ALL AND WHOLE THE TENANT'S INTEREST IN THE LEASE BETWEEN MINTO ASSETS LIMITED AND TDG (UK) LIMITED DATED ON OR ABOUT THE DATES OR DATES HEREOF AND ABOUT TO BE REGISTERED IN THE LAND REGISTER OF SCOTLAND WHICH LEASE IS OF ALL AND WHOLE THE SUBJECTS LYING ON THE SOUTH EAST SIDE OF AND BOUNDED ON THE NORTH WEST BY MINTO AVENUE, ALTENS INDUSTRIAL ESTATE, ALTENS, ABERDEEN

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

NONE

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 866).

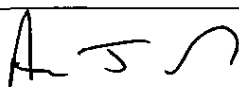
We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 870). The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it. Where a body corporate 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  X

FOR AND ON BEHALF OF ANDERSON STRATHERN LLP

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
SHEELAGH COOLEY

Company name
ANDERSON STRATHERN LLP

Address
1 RUTLAND COURT

Post town
EDINBURGH

County/Region

Postcode
E H 3 8 E Y

Country
SCOTLAND

DX
DX3 ED3 EDINBURGH

Telephone
0131 625 7290



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,
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 or email 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

MG09

Certificate of registration of a charge comprising
property situated in another UK jurisdiction

030358/13

- ☒ **What this form is for**
You may use this form to give notice
of a certificate of registration of a
charge comprising property situated
in another UK jurisdiction.
- ☒ **What this form is for**
You may use this form to give notice
of a certificate of registration of a
charge comprising property situated
in another UK jurisdiction.

1 Company details

Company number	0	0	5	4	0	4	0	3
Company name in full	TDG (UK) LIMITED							

→ Filling in this form
Please complete in typescript or in
bold black capitals.
All fields are mandatory unless
specified or indicated by *

2 Date charge presented

Date of, and parties to, the charge	It is hereby certified that the charge ①		
	BY TDG (UK) LIMITED IN FAVOUR OF BURDALE FINANCIAL		
	LIMITED AS SECURITY TRUSTEE DATED 2 OCTOBER 2009		
	was presented for registration on		
	d 1 5	m 1 0	y 2 0 0 9
Jurisdiction	in ② <input checked="" type="checkbox"/> Scotland <input type="checkbox"/> England and Wales <input type="checkbox"/> Northern Ireland		

① As described on form MG01
'Particulars of a mortgage
or charge'.
② Please tick as appropriate.

3 Signature

	Please sign the form here.	
Signature	Signature X <i>AS</i> X FOR AND ON BEHALF OF ANDERSON STRATHERN LLP	
	This form must be signed by a person with an interest in the registration of the charge.	

MG09

Certificate of registration of a charge comprising property situated in another UK jurisdiction



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

SHEELAGH COOLEY

Company name

ANDERSON STRATHERN LLP

Address

1 RUTLAND COURT

Post town

EDINBURGH

County/Region

Postcode

E H 3 8 E Y

Country

SCOTLAND

DX

DX3 ED3 EDINBURGH

Telephone

0131 625 7290



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 shown the date of, and parties to, the charge in Section 2.
- ☐ You have declared where the charge was presented for registration.
- ☐ You have enclosed the form MG01 and a verified copy of the deed.
- ☐ 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 or email 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



FILE COPY

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

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

COMPANY NO. 540403

CHARGE NO. 15

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH
WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 15
OCTOBER 2009 AND CREATED BY TDG (UK) LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY AND/OR EACH OBLIGOR TO BARCLAYS BANK PLC
AND/OR 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 4 NOVEMBER 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6 NOVEMBER
2009

DX/CH



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES