

MG01

Particulars of a mortgage or charge

224173 / 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 r
particulars of a charge for a '
company To do this, please u
form MG01s

TU TUESDAY



RLDXMZ29
RCS 08/11/2011 267
--- COMPANIES HOUSE
APUSAZ2W
A06 08/11/2011 284
COMPANIES HOUSE

1

Company details

Company number 0 0 7 7 2 7 8 4

Company name in full FCE Bank plc (the "Company")

For official use
28

→ 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 2 5 1 0 2 0 1 1

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

A Bank Accounts Assumption Agreement (the "Agreement") governed by Dutch law and made on
25 October 2011, between the Company as seller and servicer, Globaldrive Netherlands VFN 2
B V as issuer (the "Issuer") and The Royal Bank of Scotland N V as collection account bank (the
"Collection Account Bank")

4

Amount secured

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

Amount secured

All amounts owing from the Company to the Issuer in respect of
amounts received in the Issuer Collection Accounts which pertain to
collections on Assigned Receivables

Continuation page

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

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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 Globaldrive Netherlands VFN 2 B V

Address Herengracht 450, 1017 CA Amsterdam

The Netherlands

Postcode

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

In this Section 6, references to clauses and schedules are to clauses of, and schedules to, the Agreement, unless otherwise specified. References in this form MG01 to the Agreement or to any other document include reference to the Agreement or to such other document, as they may be varied in any manner from time to time.

Additional definitions or terms used in this form MG01 are set out on the Continuation Pages to this Section 6.

The Agreement creates a registrable charge (within the meaning of section 860 of the Companies Act 2006). Under clause 2 (Assumption) of the Agreement, the Company has transferred to the Issuer, and the Issuer has accepted, the Company's entire contractual positions against the Collection Account Bank (rechtsverhoudingen) in respect of all Issuer Collection Accounts (and all ledgers thereof), being all its rights and obligations in respect of the Issuer Collection Accounts (including but not limited to the amounts from time to time standing to the credit of the Issuer Collection Accounts and interest accrued) by way of full contracts transfers (volledige contractsovernemingen) in accordance with Article 6:159 of the Dutch Civil Code.

The Agreement contains covenants of the Company which protect and further define the security created pursuant to clause 2 (Assumption) of the Agreement and which must be read as part thereof.

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

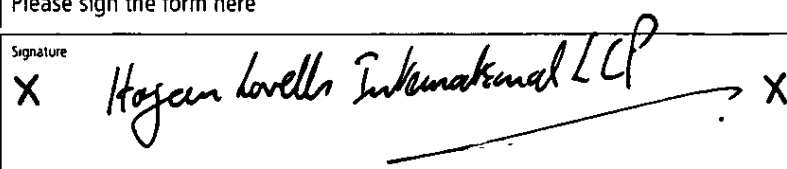
In this form MG01

"Assigned Receivables" means any receivable being sold and assigned by the Company to the Issuer in accordance with clause 2 (Sale, assignment and transfer of the Receivables and Ancillary Rights) of the receivables sale agreement dated 25 October 2011 between the Company, the Issuer and Deutsche Trustee Company Limited in its capacity as security agent, as security trustee and trustee

"Issuer Collection Accounts" means account numbers (a) 759955832 with IBAN code NL49 RBOS 0759 9558 32, (b) 759955840 with IBAN code NL27 RBOS 0759 9558 40, (c) 759955859 with IBAN code NL96 RBOS 0759 9558 59, (d) 759955867 with IBAN code NL74 RBOS 0759 9558 67, and (e) 759955875 with IBAN code NL52 RBOS 0759 9558 75, that the Company has with the Collection Account Bank in The Netherlands for the purpose of collecting the Assigned Receivables and which it has transferred to the Issuer in accordance with the Agreement

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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 <ul style="list-style-type: none"> - 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	N/A	
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 <div style="border: 1px solid black; padding: 5px;"> Signature  </div> 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 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 **David Postlethwaite**

Company name **Hogan Lovells International LLP**

Address **69 avenue Franklin Roosevelt**

Post town **Paris**

County/Region

Postcode **7 5 0 0 8**

Country **France**

DX

Telephone **+33 1 59 67 18 96**



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 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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 772784
CHARGE NO. 28**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A BANK ACCOUNTS ASSUMPTION
AGREEMENT EXECUTED OUTSIDE THE UNITED KINGDOM
OVER PROPERTY SITUATED THERE DATED 25 OCTOBER 2011
AND CREATED BY FCE BANK PLC FOR SECURING ALL
MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO
GLOBALDRIVE NETHERLANDS VFN 2 B.V. 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 8
NOVEMBER 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21 NOVEMBER
2011

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Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES