

MG01

Particulars of a mortgage or charge

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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
company. To do this, please
form MG01s

THURSDAY



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24/11/2011

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COMPANIES HOUSE

1 Company details		156 For official use
Company number	0 1 0 2 6 1 6 7	Filling in this form Please complete in typescript or in bold black capitals All fields are mandatory unless specified or indicated by *
Company name in full	BARCLAYS BANK PLC (the "Borrower")	
2 Date of creation of charge		
Date of creation	0 9 / 1 1 / 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	Master Securities Loan Agreement including schedule A and schedule B thereto (the "MSLA")	
4 Amount secured		
Please give us details of the amount secured by the mortgage or charge		Continuation page Please use a continuation page if you need to enter more details
Amount secured	Borrower's obligations in respect of each Loan and any other obligations of Borrower to Lender under the MSLA	

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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	Commerce and Industry Insurance Company (the "Lender")	
Address	175 Water Street	
	New York, United States of America	
Postcode	1 0 0 3 8	
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	<p>Borrower pledges with, assigns to and grants Lender a continuing first priority security interest in, and lien upon, the Collateral, which shall attach upon the transfer of the Loaned Securities by Lender to Borrower and which shall cease upon the transfer of the Loaned Securities by Borrower to Lender</p> <p>Capitalised terms used in this form MG01 shall bear the following meanings</p> <p>"Account" shall mean the account identified to Lender by Borrower for the transfer of Collateral in accordance with the Control Agreement</p> <p>"Collateral" shall mean, whether owned on the date of the MSLA or acquired after the date of the MSLA and to the extent permitted by applicable law, (a) any assets which are transferred to the Account, (b) any property substituted therefor, (c) the Account, and (d) any proceeds of any of the foregoing. If any new or different Security shall be exchanged for any Collateral by recapitalization, merger, consolidation or other corporate action, such new or different Security shall, effective upon such exchange, be deemed to become Collateral in substitution for the former Collateral for which such exchange is made</p> <p>"Control Agreement" means the collateral account control agreement entered into among The Bank of New York Mellon (as custodian), Lender and Borrower dated 9 November 2011</p> <p>"Loan" shall mean a transaction in which Lender lends to Borrower certain Securities against a transfer of Collateral. Each such transaction shall be referred to as a Loan and, unless otherwise agreed in writing, shall be governed by the MSLA, including any supplemental terms or conditions contained in an annex or schedule to the MSLA and in any other annexes identified in the MSLA as applicable under the MSLA</p> <p>"Loaned Securities" shall mean any Security transferred in a Loan under the MSLA until such Security (or identical Security) is transferred back to Lender under the MSLA, except that, if any new or different Security shall be exchanged for any Loaned Security by recapitalization, merger, consolidation or other corporate action, such new or different Security shall, effective upon such exchange, be deemed to become a Loaned Security in substitution for the former Loaned Security for which such exchange is made. For the purposes of return of Loaned Securities by Borrower or purchase or sale of Securities pursuant to section 13 of the MSLA, such term shall include Securities of the same issuer, class and quantity as the Loaned Securities, as adjusted pursuant to the preceding sentence</p> <p>"Securities" shall mean securities or, if agreed by the parties in writing, other assets</p>	




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7	<p>Particulars as to commission, allowance or discount (if any)</p> <p>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</p> <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, <p>for any debentures included in this return The rate of interest payable under the terms of the debentures should not be entered</p>	
Commission allowance or discount	Nil	
8	<p>Delivery of instrument</p> <p>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)</p> <p>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)</p>	
9	<p>Signature</p> <p>Please sign the form here</p> <p>Signature</p> <p>X <i>Frostfields Grackhaus Jernipe LLP</i> X</p> <p>This form must be signed by a person with an interest in the registration of the charge</p>	

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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	Flora McLean
Company name	Freshfields Bruckhaus Deringer LLP
Address	65 Fleet Street
	London
	England
Post town	United Kingdom
County/Region	
Postcode	E C 4 Y 1 H S
Country	
DX	DX 23 London/Chancery Lane
Telephone	020 7936 4000
	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	
<input type="checkbox"/> The company name and number match the information held on the public Register	
<input type="checkbox"/> You have included the original deed with this form	
<input type="checkbox"/> You have entered the date the charge was created	
<input type="checkbox"/> You have supplied the description of the instrument	
<input type="checkbox"/> You have given details of the amount secured by the mortgagee or chargee	
<input type="checkbox"/> You have given details of the mortgagee(s) or person(s) entitled to the charge	
<input type="checkbox"/> You have entered the short particulars of all the property mortgaged or charged	
<input type="checkbox"/> You have signed the form	
<input type="checkbox"/> 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. 1026167
CHARGE NO. 156**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A MASTER SECURITIES LOAN
AGREEMENT DATED 9 NOVEMBER 2011 AND CREATED BY
BARCLAYS BANK PLC FOR SECURING ALL MONIES DUE OR
TO BECOME DUE FROM THE COMPANY TO COMMERCE AND
INDUSTRY INSURANCE COMPANY 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 24 NOVEMBER
2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 29 NOVEMBER
2011

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