

MG01

Particulars of a mortgage or charge



IRIS
LASERFORM

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
particulars of a charge for a
company. To do this, please
form MG01s

FRIDAY



ADHV5UA8
A21 20/05/2011 205
COMPANIES HOUSE
A50 12/05/2011 215
COMPANIES HOUSE

1 Company details

Company number 1 1 0 6 2 6 0

Company name in full Renishaw Plc (the "Company")

→ **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 0 6 / 0 5 / 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 Standard Security (the "Deed")

4 Amount secured

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

Amount secured See Continuation Sheet

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

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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 Peter Louis Bowler, Gareth John Hankins, Richard John Price and

Address

Postcode

Name Benjamin Roller Taylor as Trustees of the Renishaw Pension Fund (the "Chargee")

Address c/o New Mills, Wotton-under-Edge, Gloucestershire

Postcode

G L 1 2 8 J R

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 Continuation Sheet

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  X
For Borges Salmon

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 Cathy Lau

Company name Burges Salmon LLP

Address One Glass Wharf

Post town Bristol

County/Region

Postcode B S 2 0 Z X

Country

DX 7829 Bristol

Telephone 0117 939 2000



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

OS MG01 - continuation page

Particulars of a mortgage or charge by an overseas company

4

Amount secured

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

Amount secured

1 By clause 2.1 of the Deed the Company has undertaken that it will pay to the Chargee

1.1 contributions of such amount at such time as required by the Recovery Plan to ensure that by midnight on 1 November 2016 it has made good the Recovery Plan Deficit,

1.2 on demand by the Chargee following the occurrence of insolvency event (as defined in section 121 of the Pensions Act 2004) in relation to the Chargor, the Deficit, (the "Secured Obligations")

in each case, provided that

(a) the quantum of the Recovery Plan Deficit or Deficit (as appropriate) has been ascertained and notified to the Company in accordance with the 2009 Recovery Plan, and

(b) the Chargee shall not make any double-recovery as between the Secured Obligations secured under the Deed and either (a) the Secured Obligations secured under the Mortgage and/or (b) the Secured Obligations secured under the Floating Charge, whether by way of enforcing its security granted under the Deed or otherwise by holding the Company to account for its payment obligations under all or any of this Deed, the Mortgage and/or the Floating Charge

For the purposes of Section 4 of this form MG01

"Agreement" means the agreement dated 15 April 2011 between the Company and the Chargee relating to the Renishaw Pension Plan 2009 Recovery Plan

"Deficit" means the shortfall at the date on which an Enforcement Event occurs between the value of the Fund's assets and the Contingent Asset Technical Provisions (as defined in the Recovery Plan), being £35 million as at 29 September 2006 projected forward to the relevant calculation date in line with the Recovery Plan (with interest accumulated at 5% per annum)

"Enforcement Event" means

(a) the failure by the Company to make good the Recovery Plan Deficit by midnight on 1 November 2016, or

(b) an insolvency event (as defined in Section 121 of the Pensions Act 2004) occurs in relation to the Company prior to midnight on 1 November 2016

"Floating Charge" means the floating charge granted by the Company to the Chargee on or about the date of the Deed in accordance with the terms of the Agreement

"Fund" means the Renishaw Pension Fund

"Material Adverse Effect" means a material adverse effect in the reasonable opinion of the Chargee on the ability of the Company to perform its obligations under or otherwise comply with the terms of this Deed or the Recovery Plan or the value or marketability of the Charged Assets

"Mortgage" means the mortgage granted by the Company to the Chargee on or about the date of this Deed in accordance with the terms of the Agreement

"Receiver" means one or more receivers or managers appointed, or to be appointed, under this Deed in respect of the Charged Assets or any part of them

"Recovery Plan" means the recovery plan prepared by the Chargee to satisfy the requirement of section 226 of the Pension Act 2004 that the Fund must have sufficient and appropriate assets to cover its technical provisions in respect of the actuarial valuation of the Fund as at 29 September 2006

"Recovery Plan Deficit" means the shortfall at the date on which an Enforcement Event occurs between the value of the Fund's assets and the Recovery Plan Technical Provisions (as defined in the Recovery Plan as at 29 September 2006), being £24 million as at 29 September 2006 projected forward to the relevant calculation date in line with the Recovery Plan (with interest accumulated at 5% per annum)

"2009 Recovery Plan" means the Recovery Plan for the purposes of section 226 Pensions Act 2004 agreed by the Chargee and the Company in response to an actuarial valuation of the Fund as at 30 September 2009

"Security" means any mortgage, charge, pledge, lien, hypothecation, assignment by way of security, trust arrangement for the purpose of providing security or other security interest relating to the Charged Assets in any jurisdiction

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

ALL and WHOLE the tenant's interest in a Lease granted by Heriot Watt University in favour of the Company dated 11 May and 8 June and recorded in the Division of the Registers of Sasines applicable to the County of Midlothian on 30 June 1998

MG09

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

✗ **What this form is NOT for**
You cannot use this form as a
certificate of registration of a c
for a company registered
in Scotland

FRIDAY



A21 *ADHV4UA7* 20/05/2011 206
COMPANIES HOUSE

1 Company details

Company number 1 1 0 6 2 6 0

Company name in full Remshaw Plc

For official use

→ **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

Standard Security by Remshaw plc and Trustees of the Remshaw Pension

Fund, dated 19 April 2011

was presented for registration on

d0 d6 m0 m5 y2 y0 y1 y1

Jurisdiction

in ②

- ☒ Scotland
☐ England and Wales
☐ 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 *[Signature]* X
For *Burton Selman*

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 Cathy Lau

Company name Burges Salmon LLP

Address One Glass Wharf

Post town

County/Region

Postcode B S 2 0 Z X

Country

DX DX 7829 Bristol

Telephone 0117 939 2000



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

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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



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FILE COPY

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

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

COMPANY NO. 1106260

CHARGE NO. 13

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A STANDARD SECURITY EXECUTED
ON 19 APRIL 2011 WHICH WAS PRESENTED FOR
REGISTRATION IN SCOTLAND ON 6 MAY 2011 AND CREATED
BY RENISHAW P L C FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY TO PETER LOUIS
BOWLER, GARETH JOHN HANKINS, RICHARD JOHN PRICE
AND BENJAMIN ROLLER TAYLOR AS TRUSTEES OF THE
RENISHAW PENSION FUND 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 20 MAY 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23 MAY 2011



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES