

MR04

Statement of satisfaction in full or in part of a charge



Companies House

You can use the WebFiling service to file this form online
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to register
a statement of satisfaction in full
or in part of a mortgage or charge
against a company

☐ **What this form is NOT for**
You may not use this form to
register a statement of satisfaction
in full or in part of a mortgage
charge against an LLP. Use
LL MR04

SATURDAY



A31

A51NWVTM

27/02/2016

#20

1 Company details

Company number 1 6 0 0 1 1 7

Company name in full VIRGIN ATLANTIC AIRWAYS LIMITED (the "Pledgor")

88

→ Filing in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Charge creation

When was the charge created?

→ Before 06/04/2013 Complete **Part A and Part C**

→ On or after 06/04/2013 Complete **Part B and Part C**

Part A Charges created before 06/04/2013

A1 Charge creation date

Please give the date of creation of the charge

Charge creation date 01 00 01 2003

A2 Charge number

Please give the charge number. This can be found on the certificate

Charge number*

A3 Description of instrument (if any)

Please give a description of the instrument (if any) by which the charge is
created or evidenced

Instrument description Dutch Account Pledge Agreement between Virgin Atlantic Airways
Limited and NIB Capital Bank N V

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

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A4

Short particulars of the property or undertaking charged

Please give the short particulars of the property or undertaking charged

Short particulars

A first priority right of disclosed pledge ("openbaar pandrecht eerste in rang") over the Receivables

In this MR04 Form

"Account Bank" means NIB Capital Bank N V , acting in its capacity as account bank with whom the Deposit Account is maintained,

"Aircraft" means the Boeing 747-400 aircraft with manufacturer's serial number 29406 together with its four General Electric CF680C2B1F engines,

"Deposit Account" means the account held in the name of the Pledgor with the Account Bank (acting through its NIB Credit Department, held at HSBC Bank USA) with account number 000306495

"Facility Agreement" means the Aircraft Loan Facility Agreement dated 24th September 1998 made between the Pledgor as Borrower, the Pledgee as Facility Agent and Bank, cont

Continuation page

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

Part B

Charges created on or after 06/04/2013

B1

Charge code

Please give the charge code This can be found on the certificate

Charge code ❶

□ □ □ □ - □ □ □ □ - □ □ □ □

❶ Charge code

This is the unique reference code allocated by the registrar

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Statement of satisfaction in full or in part of a charge

A4

Short particulars of the property or undertaking charged

	Please give the short particulars of the property or undertaking charged	
Short particulars	<p>cont/</p> <p>the other Banks (as defined in the Facility Agreement) as lenders and Virgin Travel Group Limited as Guarantor,</p> <p>"Mortgage" means the first priority mortgage dated 30th September 1998 entered into between the Pledgor and the Pledgee as facility agent,</p> <p>"Parallel Debt Agreement" means the Dutch Parallel Covenant Agreement" dated on or about 5th February 2002 and made between the Pledgor as Obligor and the Pledgee as Creditor (as defined therein) prior to the execution of the Agreement,</p> <p>"Receivables" means the Pledgor's receivables ("vorderingen") against the Account Bank, as such receivables are on the date of the Agreement or will be reflected in the balances of the Deposit Account (including , but not limited to, the amount of USD2,830,000 paid into the Deposit Account on 28 December 2001 and the amount of USD8,162,000 paid into the Deposit Account on or about the date of the Agreement) and any other receivables and rights of the Pledgor against the Account Bank existing on the date of the Agreement or thereafter arising from or in connection with the Deposit Account (including, for avoidance of doubt, interest earned on moneys standing to the credit of the Deposit Account and accrued interest),</p> <p>"Recognition of Rights Agreement" means the Agreement dated 31st October 1995 between the Pledgor and certain creditors parties,</p> <p>"Remarking and Support Services Agreement" means the agreement dated 24 September 1998 between The Boeing Company (1) and the Pledgee as facility agent and CIBC Wood Gundy PLC as syndication agent (2),</p> <p>"Secured Obligations" means all present and future obligations and liabilities (whether actual or contingent and whether owed jointly or severally or in any capacity whatsoever), of the Pledgor towards the Pledgee under or pursuant to the Transaction Documents, expressly including the Parallel Debt (as defined in the Parallel Debt Agreement),</p> <p>"Security Documents" means (i) the Security Trust and Agency Deed, (ii) the Mortgage, (iii) a deed of first assignment and charge dated 30 September 1998 between the Pledgor and the Pledgee as facility agent, (iv) a first priority assignment of any lease of the Aircraft, and (v) a pledge or any account into which funds in connection with the Security Maintenance Covenant are deposited,</p> <p>"Security Maintenance Covenant" means the covenant set forth in clause 13 1(L) of the Facility Agreement,</p>	

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A4	Short particulars of the property or undertaking charged	
Short particulars		
		Please give the short particulars of the property or undertaking charged
		<p>"Security Trust and Agency Deed" means the deed dated 24 September 1998 between the Pledgee as facility agent (1), certain banks (2), the Pledgor (3) and Virgin Travel Group Limited as guarantor, and</p> <p>"Transaction Documents" means (i) the Facility Agreement, (ii) the Security Documents, (iii) a supplement to the Recognition of Rights Agreement, and (iv) the Remarketing and Support Services Agreement</p>

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Part C To be completed for all charges

C1	Satisfaction	
	I confirm that the debt for the charge as described has been paid or satisfied Please tick the appropriate box <input checked="" type="checkbox"/> In full <input type="checkbox"/> In part	
C2	Details of the person delivering this statement and their interest in the charge	
	Please give the name of the person delivering this statement	
Name	Ian de Sousa	
	Please give the address of the person delivering this statement	
Building name/number	The Office	
Street	Manor Royal	
Post town	Crawley	
County/Region	West Sussex	
Postcode	R H 1 0 9 N U	
	Please give the person's interest in the charge (e.g. chargor/chargee etc)	
Person's interest in the charge	Company Secretary (not in his personal capacity but as an	
	officer of the Company)	
C3	Signature	
	Please sign the form here	
Signature	Signature X  X	

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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. The contact information you give will be visible to searchers of the public record.

Contact name

Company name **Virgin Atlantic Airways Limited**

Address **The Office**

Manor Royal

Post town **Crawley**

County/Region **West Sussex**

Postcode

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Country **U K**

DX

Telephone



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

Part A Charges created before 06/04/2013

- ☐ You have given the charge date
☐ You have given the charge number (if appropriate)
☐ You have completed the Description of instrument and Short particulars in Sections A3 and A4

- ☐ **Part B Charges created on or after 06/04/2013**
You have given the charge code

☐ **Part C To be completed for all charges**

- ☐ You have ticked the appropriate box in Section C1
You have given the details of the person delivering this statement in Section C2
☐ 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,
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