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In accordance with  
Section 860 of the  
Companies Act 2006

MG01

## Particulars of a mortgage or charge



A fee is payable with this form

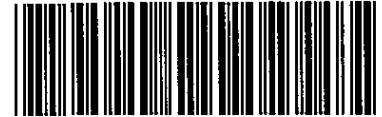
We will not accept this form unless you send the correct fee

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

WEDNESDAY



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17/04/2013

#110

COMPANIES HOUSE

<b>1</b>	<b>Company details</b>		<b>2</b>	For official use
Company number	0	2 1 2 2 3 4 0	<b>Filing in this form</b> Please complete in typescript or in bold black capitals.  All fields are mandatory unless specified or indicated by *	
Company name in full	Investec Wealth & Investment Limited (the "Debtor")			
<b>2</b>	<b>Date of creation of charge</b>			
Date of creation	d	0 4 m	0 4 y	2 0 y
<b>3</b>	<b>Description</b>			
	Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'			
Description	Security Agreement given by the Debtor in favour of the Bank (as defined below) (the "Security Agreement")			
<b>4</b>	<b>Amount secured</b>			
	Please give us details of the amount secured by the mortgage or charge			
Amount secured	All present or future obligations or liabilities of any and all kinds of the Debtor to the Bank, whether due or to become due, secured or unsecured, absolute or contingent, and howsoever or whensoever acquired by the Bank under a Global Clearing and Custody Agreement, dated 4 April, 2013 ("GCCA"), including interest accruing thereon before or after the commencement of any insolvency, bankruptcy or reorganisation proceeding of the Debtor (whether or not such interest is an allowable claim in any proceeding and irrespective of the discharge or release of the Debtor in such proceeding) (all of which are referred to collectively as the "Obligations")		<b>Continuation page</b> 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**

The Bank of New York Mellon (the "Bank")

**Address**

One Canada Square

London

**Postcode**

E 1 4 5 A L

**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****1 Particulars**

Under the Security Agreement, a security interest in and a lien upon all property specified in Schedule A, and also including all interest, dividends and other distributions thereon paid and payable in cash or in property specified in Schedule A hereto, and also including all interest, dividends and other distributions thereon paid and payable in cash or in property, and all replacements and substitutions for, and all accessions and additions to, and all products and proceeds of, all of the foregoing (all of which are referred to as the "Collateral")

**2 Schedule A**

Property specifically included as "Collateral" for the purposes of the Security Agreement

All Accounts and any and all Securities and other property held in such Accounts, as these terms in the GCCA between the Debtor and the Bank (as may be amended or supplemented from time to time), and any cash balances held in any cash account maintained by the Bank in connection therewith, but subject to such limitations as may be set forth in the GCCA

**3 Definitions**

In this Form MG01, the definitions below shall mean the following

"Accounts" shall mean, collectively, the Proprietary Account and the Client Account


"Client" shall mean a customer of the Debtor

"Client Account" shall mean Securities and cash legally or beneficially owned by Clients

"Proprietary Account" shall mean, collectively, the account(s) in which Proprietary Assets are held under the GCCA

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## Particulars of a mortgage or charge

<b>7</b>	<b>Particulars as to commission, allowance or discount (if any)</b>	
Commission allowance or discount	<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"><li>- subscribing or agreeing to subscribe, whether absolutely or conditionally, or</li><li>- procuring or agreeing to procure subscriptions, whether absolute or conditional,</li></ul> <p>for any debentures included in this return The rate of interest payable under the terms of the debentures should not be entered</p>	
<b>8</b>	<b>Delivery of instrument</b>	
	<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>	
<b>9</b>	<b>Signature</b>	
Signature	<p>Please sign the form here</p> <p>Signature</p> <p>X  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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## 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 **Ramesh Varsani**

Company name **The Bank of New York Mellon**

Address **One Canada Square**

Post town **Canary Wharf**

County/Region **London**

Postcode **E 1 4 5 A L**

Country **UK**

DX

Telephone **0207 964 5295**



### 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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)

# 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	<p>"Securities" shall include, without limitation, any common stock and other equity securities, bonds, debentures and other debt securities, notes, mortgages or other obligations, and any instruments representing rights to receive, purchase, or subscribe for the same, or representing any other rights or interests therein (whether represented by a certificate or held in a Depository, with a Subcustodian or on the books of the issuer)</p> <p>"Depository" shall include the Federal Reserve/Treasury book-entry system for receiving and delivering Securities, The Depository Trust Company, Euroclear, Clearstream Banking S A and any other securities depository, book-entry system or clearing agency (and their respective successors and nominees) authorised to act as a securities depository, book-entry system or clearing agency pursuant to applicable law and identified to the Debtor from time to time</p> <p>"Subcustodian" shall mean a bank or other financial institution which is utilised by the Bank in connection with the purchase, sale or custody of Securities hereunder and identified to the Debtor from time to time</p>	



**FILE COPY**

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

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

**COMPANY NO. 2122340  
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A SECURITY AGREEMENT DATED 4  
APRIL 2013 AND CREATED BY INVESTEC WEALTH &  
INVESTMENT LIMITED FOR SECURING ALL MONIES DUE OR  
TO BECOME DUE FROM THE COMPANY TO THE BANK OF NEW  
YORK MELLON 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  
17 APRIL 2013

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 23 APRIL 2013**