

# MG02

## Statement of satisfaction in full or in part of mortgage or charge



☒ **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

☒ **What this form is NOT for**  
You cannot use this form to register  
a statement of satisfaction in full or in  
part of a fixed mortgage or charge if the  
company registered in Scotland is a  
limited liability partnership. If you wish to  
do this, please use form MG02s

WEDNESDAY



### 1 Company details

Company number

Company name in full

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 Creation of charge

Date charge created

Description <sup>1</sup>

Date of registration <sup>2</sup>

<sup>1</sup> You should give a description of  
the instrument (if any) creating or  
evidencing the charge,  
e.g. 'Legal charge'

<sup>2</sup> The date of registration may be  
confirmed from the certificate

### 3 Name and address of chargee(s), or trustee(s) for the debenture holders

Please give the name and address of the chargee(s), or trustee(s) for the  
debenture holders

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

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

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**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

Please see continuation sheet attached

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**Satisfaction of the debt**

I confirm that the debt for which the charge described above was given has been paid or satisfied ①

☒ In full

☐ In part

① Please tick one box only

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**Signature**

Please sign the form here

Signature

Signature

X Ashurst LLP X

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

Contact name Anne Chitan

Company name OLSWANG LLP

Address 90 High Holborn

Post town

County/Region London

Postcode W C 1 V 6 X X

Country

DX 37972 Kingsway

Telephone 020 7067 3000



## 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 completed the charge details in Section 2
- ☒ You have completed the name and address of the chargee, or trustee for the debenture holders
- ☒ You have completed the short particulars of the property mortgaged or charged
- ☒ You have confirmed whether the charge is to be satisfied in full or in part
- ☒ 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 NR 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)

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4	Short particulars of all the property mortgaged or charged
	Please give the short particulars of the property mortgaged or charged
Short particulars	<p>The Chargor (as named Pledgor) granted to BoS a continuing first priority security interest in and all of its right, title and interest in, to and under the following, in each case whether now or hereinafter existing, whether tangible or intangible, or in which the Chargor had on the date of the Charge or thereafter acquired an interest, and whenever the same may be located (collectively, the <b>"Collateral"</b>)</p> <p>(a) all shares of capital stock, partnership interests, interests in joint ventures, limited liability company interests and other equity or ownership interests, in each case in any corporation, partnership, joint venture, limited liability company or other person organized or formed under the laws of the United States or any State thereof and that is, or becomes, a direct Subsidiary of the Chargor (any such person, a <b>"Pledged Subsidiary"</b>), including all securities convertible into or exercisable for, and all rights, warrants, options and other rights to purchase or otherwise acquire, any of the foregoing, in each case on the date of the Charge or thereafter owed by the Chargor, including those owned on or after the date of the Charge and described on Schedule 2 (a) of the Charge, (as it may be supplemented from time to time pursuant to Section 4 (b) of the Charge), and the certificates or other instruments representing any of the foregoing, and any interest of the Chargor in the entries on the books of any securities intermediary pertaining to any of the foregoing, and any other investment property pertaining to any of the foregoing (all of the foregoing, collectively, the <b>"Pledged Shares"</b>), and including all rights, powers and remedies of such Pledgor (including all rights, powers and remedies of such Pledgor (including rights to vote or manage the business of any such Pledged Subsidiary and rights to properties, assets, distributions, liquidating distributions and allocations of profits and losses) pursuant to any organizational or constitutional documents or agreements governing the rights and obligations of the stockholders, partners, members, or other owners of any such Pledged Subsidiary, and all dividends, distributions, returns of capital, cash, warrants, options, rights, instruments, and other property or proceeds from time to time received, receivable or otherwise distributed in respect of or in exchange for any or all of such Pledged Shares or any of the other foregoing items of Collateral,</p> <p>(a) all books and records of the Chargor relating to the foregoing, and</p> <p>(b) all proceeds (as such term is defined in the UCC) of the Collateral, and in any event including (i) any recoveries by the Chargor against third parties with respect to any litigation or dispute concerning any Collateral, and (ii) any and all other amounts from time to time paid or payable under or in connection with any Collateral upon disposition or otherwise. The inclusion of proceeds in the Charge does not authorize the Chargor to sell, dispose of or otherwise use the Collateral in any manner not specifically authorised in the Charge or in the facilities agreements to which the Charge relates</p> <p>Notwithstanding any of the foregoing, in no event shall "Collateral" of the Chargor under the Charge include any right, title or interest of the Chargor, in, to or under any limited liability company interests (or other equity or ownership interests) in Soho House West Hollywood LLC</p>

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### Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

Each item of Collateral that is listed in Section 2 of the Charge that is defined in Chapter 8 or 9 of the UCC shall have the meaning set forth in the UCC, it being the intention of the Chargor that the description of the Collateral set forth above be construed to include the broadest possible range of assets

In this Form MG02, the following terms have the following meanings

**"Subsidiary"** has the meaning given to such term in the committed facility letter to which the Charge relates. Without limiting the foregoing, "Subsidiary" of a person also means any corporation, association, partnership, joint venture, limited liability company or other business entity of which more than fifty percent (50%) of the voting stock or other equity interests (in the case of persons other than corporations), is owned or controlled directly or indirectly by the person, or one or more of the Subsidiaries of the person, or a combination thereof