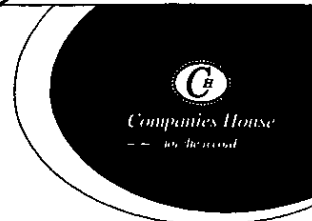


MG01

Particulars of a mortgage or charge

001158/26



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
company. To do this, please use
form MG01s

For further information, please



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17/08/2010

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COMPANIES HOUSE

3

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

1 Company details

Company number **3452645**

Company name in full **OAKBASE LIMITED**

2 Date of creation of charge

Date of creation **12/08/2010**

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 **Debenture**

4 Amount secured

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

Amount secured **OAKBASE LIMITED ("the Chargor")**
covenants that it will on demand pay to Positive Cashflow
Finance Limited ("Positive") all monies and discharge all
obligations and liabilities now or at any time after the date of
this deed, due, owing or incurred by it to Positive in each
case when the same become due for payment or discharge
whether by acceleration or otherwise and whether such
monies, obligations or liabilities are express or implied,
present, future or contingent, joint or several, incurred as
principal or surety, originally owing to Positive or purchased
or otherwise acquired by it, denominated in Sterling in any
other currency incurred on any account or in any other
manner ("the Secured Obligations")

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

MG01

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 **Positive Cashflow Finance Limited (Company No. 06263602)**

Address **Castlefield House, Liverpool Road, Manchester**

Postcode **M 3 4 S B**

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

The Chargor charges to Positive with full title guarantee and by way of first fixed charge (and as regards all those parts of the freehold and leasehold property in England and Wales now vested in the Chargor by way of first legal charge) as a continuing security for the payment and discharge of the Secured Obligations the following assets both present and future from time to time owned by the Chargor or in which the Chargor may from time to time have an interest -

a) **Properties** All present and future freehold and leasehold property (including without limitation the property specified in the Schedule) and all liens, charges, options, agreements, rights and interest in or over land or the proceeds of sale of land and all buildings (including trade fixtures) and fixed plant and machinery for the time being on such property or land together with all rights, easements and privileges appurtenant to, or benefiting the same,

b) **Plant and Machinery** All plant, machinery, vehicles, computers and office and other equipment and the benefit of all contracts and warranties relating to the same,

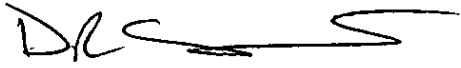
MG01 - continuation page

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>c) Securities All stocks, shares, bonds and securities of any kind whether marketable or otherwise and all other interests (including, but not limited to, loan capital) in any person, including all allotments, rights, benefits and advantages at any time occurring, offered or arising in respect of or incidental to the same and all money or property occurring offered at any time by way of conversion, redemption, bonus, preference, option, dividend, distribution, interest or otherwise in respect of such Securities,</p> <p>d) Non-Vesting and Other Debts All Non-Vesting Debts and Other Debts together with the full benefit of any encumbrances, collateral instruments and all other rights relating to such encumbrances or collateral instruments (including, without limitation, reservations of proprietor interest) rights of tracing any unpaid vendors liens and associated rights,</p> <p>e) Insurances All monies from time to time payable to the Chargor under or pursuant to the Insurances including, without limitation, the refund of any premiums,</p> <p>f) Goodwill and Uncalled Capital All goodwill and uncalled capital, and</p> <p>g) Intellectual Property Rights All patents, patent applications, trademarks and service marks (whether registered or not), trade mark applications, service marks, applications trademarks, registered designs, design rights, copyrights, computer trade names, registered designs, computer programmes, know-how and trade secrets and all other industrial or intangible property or rights and all licences, agreements and ancillary and connected rights relating to, intellectual intangible property,</p> <p>h) Floating Charge The Chargor charges to Positive with full title guarantee and by way of first floating charge as a continuing security for the payment and discharge of the Secured Obligations, its undertaking and all its property assets and rights both present and future, other than any property or assets from time to time effectively charged by way of legal mortgage or fixed charge pursuant to clause 3 1 or otherwise pursuant to this Deed but including (without limitation) an of its property and assets situated in Scotland</p>	

MG01

Particulars of a mortgage or charge

<p>7</p>	<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>	
<p>Commission allowance or discount</p>		
<p>8</p>	<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 866)</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 870) 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>	
<p>9</p>	<p>Signature</p> <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>	

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	ANN BALDWIN
Company name	POSITIVE CASHFLOW FINANCE LTD
Address	CASTLEFIELD HOUSE LIVERPOOL ROAD
Post town	MANCHESTER
County/Region	
Postcode	M3 4SB
Country	
DX	
Telephone	0161 828 8100



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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
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. 3452645
CHARGE NO. 3**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 12 AUGUST
2010 AND CREATED BY OAKBASE LIMITED FOR SECURING
ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY
TO POSITIVE CASHFLOW FINANCE LIMITED ON ANY
ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO
CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE 17
AUGUST 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 AUGUST 2010

P



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES