

MG01

Particulars of a mortgage or charge



416060/26

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 for company. To do this, please use form MG01s

WEDNESDAY



A49

AODPVIR4

31/03/2010

323

COMPANIES HOUSE

1

Company details

Company number 03605429

Company name in full STERIBOTTLE LTD ("the Chargor")

2

Filing 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 01/03/2010

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 Charge over Licence ("the Charge")

4

Amount secured

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

Amount secured

All the Chargor's obligations and liabilities to the Beneficiaries of any kind and in any currency (whether present or future, actual or contingent and whether as principal or surety or incurred alone or jointly with another) together with charges and commission, Interest and Expenses including, without limitation, any amount from time to time outstanding in respect of the Loan Notes and all other sums covenanted by or paid by the Chargor in the Charge ("the Obligations")

NB All definitions are given on the continuation sheet.

Continuation page

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

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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 MARK RAYMOND CLARKE ("the Security Trustee")

Address 17 WEMYSS ROAD, BLACKHEATH, LONDON

Postcode S E 3 0 T G

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 with full title guarantee charges to the Security Trustee by way of first fixed charge all its right, title, benefit and interest (present and future) in the Licence together with all rights for the Chargor to sue or take action in respect of any obligations contained in the Licence ("the Charged Property").

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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 866)

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)

9 Signature

Please sign the form here

Signature

Signature

X 

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 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 Mark Casey (MAR/557/1)

Company name Dickinson Dees LLP

Address St Ann's Wharf

112 Quayside

Post town Newcastle upon Tyne

County/Region Tyne and Wear

Postcode N E 1 3 D X

Country

DX DX 61191 Newcastle upon Tyne

Telephone Tel 0191 279 9000



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

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4	Amount secured	
	Please give us details of the amount secured by the mortgage or charge	
Amount secured	<p>In this Form MG01 the following words and expressions shall have the following meanings.-</p> <p>"Beneficiaries" the Security Trustee and the Noteholders and "Beneficiaries" shall mean any of them</p> <p>"Expenses" all expenses (on a full indemnity basis) including legal and valuation fees, from time to time paid or incurred by the Beneficiaries at any time in connection with the Charged Property or the Obligations or in taking, perfecting or enforcing the Charge or in exercising any right or power under the Charge or otherwise together with VAT upon such expenses where appropriate and Interest from the date they are incurred</p> <p>"Interest" interest at the highest rate from time to time payable in respect of the Loan Notes</p> <p>"Licence" the licence in respect of certain intellectual property rights dated on or around the date of the Charge and made between the Parent and the Chargor.</p> <p>"Loan Notes" the £800,000 Secured Convertible Loan Notes 2011 created by the Parent</p> <p>"Noteholders" the registered holders for the time being of the Loan Notes</p> <p>"Parent" Baby Innovations Marketing a Servicos Internacionais S A. (a company incorporated and registered in Madeira by Public Deed on 21 June 2000) whose registered office is situate at Avenida Do Infante 50, 9004-521 Funchal, Madeira, Portugal.</p> <p>"VAT" value added tax or any other tax on added value or on turnover for the time being in force.</p>	

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



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

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

**COMPANY NO. 3605429
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A CHARGE OVER LICENCE DATED
19 MARCH 2010 AND CREATED BY STERIBOTTLE LTD. FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO MARK RAYMOND CLARKE ON ANY ACCOUNT
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1
PART 25 OF THE COMPANIES ACT 2006 ON THE 31 MARCH 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6 APRIL 2010

Dt
JD



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES