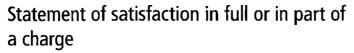
In accordance with Section 859L of the Companies Act 2006.

MR04





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.

X What this form is NOT What this form is NOT
You may not use this form
register a statement of sa
in full or in part of a mort
charge against an LLP. Us LL MR04.



29/03/2017 **COMPANIES HOUSE**

| 1 | Company details | <u>2</u> | |
|------------------------|--|---|--|
| Company number | 0 4 2 1 9 9 8 2 | → Filling in this form Please complete in typescript or in | |
| Company name in full | XUK Holdco (No.2) Limited | 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 | \[\frac{1}{2} \] \[\frac{1}{3} \begin{picture} 10 & \begin{picture} 12 & \begin{picture} 5 & \begin{picture} 14 & pictur | | |
| 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. | Continuation page Please use a continuation page if you need to enter more details. | |
| Instrument description | Share Charge | you need to enter more details. | |

| Please give the short particulars of the property or undertaking charged. Continuation page Please use a continuation page | Please give the short particulars of the property or undertaking charged. The Chargor, as security for all Secured Liabilities, pledged and granted the Security Agent a security interest over the following present and future assets of the Chargor by way of first fixed charge; (i) in relation to the Chargor, the shares held by the Chargor in Xchanging Procurement Services (Holdco) and all Related Rights (the "Shares"), and (ii) by way of first fixed charge all its rights, title and interest from time to time in and any relevant Shares legally owned by the Chargor over which Security can be created without breaching the Security Principles (the "Group Shares"). Continuation page Please use a continuation | | MR04 | |
|--|--|-------------------|---|-------------|
| Short particulars The Chargor, as security for all Secured Liabilities, pledged and granted the Security Agent a security interest over the following present and future assets of the Chargor by way of first fixed charge; (i) in relation to the Chargor, the shares held by the Chargor in Xchanging Procurement Services (Holdco) and all Related Rights (the "Shares"), and (ii) by way of first fixed charge all its rights, title and interest from time to time in and any relevant Shares legally owned by the Chargor over which Security can be created without breaching the Security Principles (the "Group Shares"). | Please give the short particulars of the property or undertaking charged. The Chargor, as security for all Secured Liabilities, pledged and granted the Security Agent a security interest over the following present and future assets of the Chargor by way of first fixed charge; (i) in relation to the Chargor, the shares held by the Chargor in Xchanging Procurement Services (Holdco) and all Related Rights (the "Shares"), and (ii) by way of first fixed charge all its rights, title and interest from time to time in and any relevant Shares legally owned by the Chargor over which Security can be created without breaching the Security Principles (the "Group Shares"). Charge created on or after 06/04/2013 Charge code Please give the charge code. This can be found on the certificate. | | Statement of satisfaction in full or in part of a charge | |
| Short particulars The Chargor, as security for all Secured Liabilities, pledged and granted the Security Agent a security interest over the following present and future assets of the Chargor by way of first fixed charge; (i) in relation to the Chargor, the shares held by the Chargor in Xchanging Procurement Services (Holdco) and all Related Rights (the "Shares"), and (ii) by way of first fixed charge all its rights, title and interest from time to time in and any relevant Shares legally owned by the Chargor over which Security can be created without breaching the Security Principles (the "Group Shares"). | Please give the short particulars of the property or undertaking charged. The Chargor, as security for all Secured Liabilities, pledged and granted the Security Agent a security interest over the following present and future assets of the Chargor by way of first fixed charge; (i) in relation to the Chargor, the shares held by the Chargor in Xchanging Procurement Services (Holdco) and all Related Rights (the "Shares"), and (ii) by way of first fixed charge all its rights, title and interest from time to time in and any relevant Shares legally owned by the Chargor over which Security can be created without breaching the Security Principles (the "Group Shares"). Charge created on or after 06/04/2013 Charge code Please give the charge code. This can be found on the certificate. | A4 | Short particulars of the property or undertaking charged | |
| The Chargor, as security for all Secured Liabilities, pledged and granted the Security Agent a security interest over the following present and future assets of the Chargor by way of first fixed charge; (i) in relation to the Chargor, the shares held by the Chargor in Xchanging Procurement Services (Holdco) and all Related Rights (the "Shares"), and (ii) by way of first fixed charge all its rights, title and interest from time to time in and any relevant Shares legally owned by the Chargor over which Security can be created without breaching the Security Principles (the "Group Shares"). | The Chargor, as security for all Secured Liabilities, pledged and granted the Security Agent a security interest over the following present and future assets of the Chargor by way of first fixed charge; (i) in relation to the Chargor, the shares held by the Chargor in Xchanging Procurement Services (Holdco) and all Related Rights (the "Shares"), and (ii) by way of first fixed charge all its rights, title and interest from time to time in and any relevant Shares legally owned by the Chargor over which Security can be created without breaching the Security Principles (the "Group Shares"). Charges created on or after 06/04/2013 Charge code Please give the charge code. This can be found on the certificate. Ocharge code Please give the charge code. This can be found on the certificate. | _ | <u></u> | |
| Part B Charges created on or after 06/04/2013 | Charge code Please give the charge code. This can be found on the certificate. This is the unique reference code | Short particulars | granted the Security Agent a security interest over the following present and future assets of the Chargor by way of first fixed charge; (i) in relation to the Chargor, the shares held by the Chargor in Xchanging Procurement Services (Holdco) and all Related Rights (the "Shares"), and (ii) by way of first fixed charge all its rights, title and interest from time to time in and any relevant Shares legally owned by the Chargor over which Security can be created without | |
| | Please give the charge code. This can be found on the certificate. OCharge code This is the unique reference code | Part B | Charges created on or after 06/04/2013 | |
| B1 Charge code | This is the unique reference code | B1 | Charge code | |
| Please give the charge code. This can be found on the certificate. | | | Please give the charge code. This can be found on the certificate. | |
| | | Charge code ● | | |
| | | | | |
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MR04 Statement of satisfaction in full or in part of a charge

| C1 | Satisfaction | | |
|------------------------------------|---|--|--|
| | I confirm that the debt for the charge as described has been paid or satisfied. Please tick the appropriate box. In full 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 | XUK Holdco (No.2) Limited Please give the address of the person delivering this statement | | |
| Building name/number | The Walbrook Building | | |
| Street | 25 Walbrook | | |
| Post town | London | | |
| County/Region | | | |
| Postcode | E C 4 N 8 A Q Please give the person's interest in the charge (e.g. chargor/chargee etc). | | |
| Person's interest in the charge | Chargor | | |
| C3 | Signature | | |
| | Please sign the form here. | | |
| Signature | X X | | |

MR04 Statement of satisfaction in full or in part of a charge

| I 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 | |
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