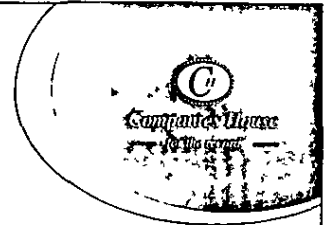


MG01

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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09/11/2011

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COMPANIES HOUSE

FOR OFFICIAL USE

1 Company details

Company number 04220043

Company name in full XCHANGING PROCUREMENT SERVICES LIMITED

4 Filling in this form

Please complete in typescript or in
bold black capitalsAll fields are mandatory unless
specified or indicated by *

2 Date of creation of charge

Date of creation 28 10 2011

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 A Deed of Admission to an Omnibus Guarantee and Set Off Agreement dated 19th February 2007
(the "Agreement")

4 Amount secured

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

Amount secured

All moneys and liabilities then due or which might thereafter become
due to Lloyds TSB Bank plc (the "Bank") from either the Company or
any one or more of the other parties to the Agreement (other than the
Bank) being at the date hereof the following companies

Xchanging UK Limited 3616858
Xchanging Global Insurance Solutions Limited 508212
Xchanging Insurance Professional Services Limited 2247736
Xchanging Resourcing Services Limited 4017590
XUK Co 2 Limited 5312790
~~Xchanging Procurement Services Limited 4220043~~ 2
Xchanging HR Services Limited 4071566
Ferguson, Snell & Associates Limited 1509745
Xchanging Advisory Services Limited 5070182
Xchanging Plc 05819018
Xchanging Broking Services Limited 05879221

Continuation page

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

MG01

Particulars of a mortgage or charge

**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

Lloyds TSB Bank plc

Address

25 Gresham Street

London

Postcode

E C 2 V 7 H N

Name

Address

Postcode

**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.

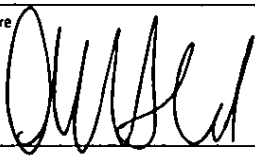
Short particulars

Any sums or sums for the time being standing to the credit of any present or future account of the Company with the Bank

NOTE By Clause 14 7 of the Agreement, the Company agreed that it would not (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Company with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank)

MG01

Particulars of a mortgage or charge

<div data-bbox="103 306 159 353">7</div>	<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>Nil</p>	
<div data-bbox="103 1182 159 1229">8</div>	<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>	
<div data-bbox="103 1709 159 1756">9</div> <p>Signature</p>	<p>Signature</p> <p>Please sign the form here</p> <div data-bbox="339 1814 718 1971"> <p>Signature</p> <p>X </p> </div> <div data-bbox="718 1814 1037 1971"> <p>Debbie Harrold</p> <p>Specialist Securities Officer</p> </div> <p>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 Stephen Revell

Company name Lloyds TSB Bank plc

Address City Office

P O Box 72, Bailey Drive

Gillingham Business Park

Post town Gillingham

County/Region Kent

Postcode M E 8 O L S

Country UK

DX 155020 Gillingham 5

Telephone 0207 775 2867



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 NR 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. 4220043
CHARGE NO. 4**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN
OMNIBUS GUARANTEE AND SET-OFF AGREEMENT DATED 28
OCTOBER 2011 AND CREATED BY XCHANGING
PROCUREMENT SERVICES LIMITED FOR SECURING ALL
MONIES DUE OR TO BECOME DUE FROM THE COMPANY
AND/OR ALL OR ANY OF THE COMPANIES NAMED THEREIN
TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER
WAS REGISTERED PURSUANT TO CHAPTER 1 PART 25 OF THE
COMPANIES ACT 2006 ON THE 9 NOVEMBER 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15 NOVEMBER
2011

DL



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES