

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 on a
company. To do this, use
form MG01s

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COMPANIES HOUSE

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1	Company details	5	For official use
Company number	4 2 2 0 4 1 9	→ Filling in this form Please complete in typescript or in bold black capitals All fields are mandatory unless specified or indicated by *	
Company name in full	MAPLIN ELECTRONICS (HOLDINGS) LIMITED (the "Pledgor")		
2	Date of creation of charge		
Date of creation	d2 d0 m1 m1 y2 y0 y1 y2		
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 shares pledge (the "Pledge") dated 20 November 2012 made between the Pledgor, the Subsidiary and Lloyds TSB Bank plc ("LBG")		
4	Amount secured		
	Please give us details of the amount secured by the mortgage or charge		
Amount secured	All or any money and liabilities which shall from time to time (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to LBG by the Subsidiary, whether actually or contingently, solely or jointly and whether as principal, guarantor, cautioner or surety including any money or liabilities of the Subsidiary to a third party which have been assigned or novated to or otherwise vested in LBG, and including interest, discount, commission and other lawful charges or expenses which LBG may in the course of its business charge or incur in respect of any of those matters or for keeping the Subsidiary's account (the "Secured Liabilities").	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	Lloyds TSB Bank plc	
Address	25 Gresham Street	
	London	
Postcode	E C 2 V 7 H N	
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	<p><u>Property charged</u></p> <p>By Clause 2 1 of the Pledge, the Pledgor pledged and charged to LBG as a continuing security for the payment and discharge of the Secured Liabilities -</p> <p>(a) its entire right, title and interest (both at the date of the Pledge and at any time thereafter) in and to the Shares;</p> <p>(b) all rights, money or property of a capital nature at any time accruing on, or payable or receivable in respect of, any of the Shares, whether by way of bonus, consolidation, conversion, exchange, option, preference, return of capital or otherwise; and</p> <p>(c) all rights, money or property of an income nature accruing on, or payable or receivable in respect of, any of the Shares whether by way of dividend, distribution, interest, or otherwise,</p> <p>(together, the "Charged Assets")</p> <p>Please see Continuation Sheet 1</p>	

MG01 - continuation page

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6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

Continuation Sheet 1

Negative pledge

By Clause 2 2 of the Pledge, the Pledgor covenanted that it would not without the prior written consent of LBG -

- (a) create or attempt to create or permit to subsist (except in favour of LBG) any right in security, mortgage, charge, lien, encumbrance, right of set-off or (save and except the existing trust in relation to the Nominee Share) any trust agreement, declaration of trust, or trust arising by operation of law in respect of all or any of the Charged Assets, or
- (b) sell, transfer, assign or otherwise dispose of all or any of the Charged Assets

Definitions

In this Form MG01 the following words and phrases have the following meanings

"**Company**" means Maplin Electronics (HK) Limited (a company registered in Hong Kong under registration number 523364) having its registered office at Unit 906, 9th Floor, New East Ocean Centre, No 9 Science Museum Road, Tsimshatsui East, Kowloon, Hong Kong;

"**Nominee Share**" means the one ordinary share in the Company held by the Pledgor on trust for the Subsidiary;

"**Original Shares**" means the 1 ordinary share of HK\$1 00 held by the Pledgor in the capital of the Company,

"**Shares**" means the Original Shares together with all other shares in the capital of the Company held from time to time by or for the Subsidiary in the manner as described in Schedule 1 of the Pledge; and

"**Subsidiary**" means Maplin Electronics Limited, a company incorporated in England and Wales under registration number 1264385 having its registered office at Brookfields Way Manvers, Wath Upon Dearne, Rotherham, S63 5DL, United Kingdom

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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

None

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 870)

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 866) 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 *Travus Smith 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 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 Agne Eriksson

Company name Travers Smith LLP

Address 10 Snow Hill

Post town London

County/Region

Postcode E C 1 A 2 A L

Country

DX

Telephone 020 7295 3299



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,
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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4220419
CHARGE NO. 5**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SHARE PLEDGE DATED 20
NOVEMBER 2012 AND CREATED BY MAPLIN ELECTRONICS
(HOLDINGS) LIMITED FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE SUBSIDIARY TO LLOYDS TSB BANK
PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED
PURSUANT TO CHAPTER 1 PART 25 OF THE COMPANIES ACT
2006 ON THE 7 DECEMBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11 DECEMBER
2012

DX



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**