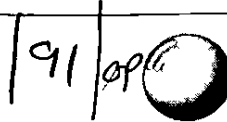


MG01

Particulars of a mortgage or charge

020478



iris  
LASERFORM

**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  
company. To do this, please  
use form MG01s

WEDNESDAY



A08

\*A1ED2MDC\*

01/08/2012

#201

COMPANIES HOUSE

1

**Company details**

Company number

0 4 2 9 2 3 7 2

Company name in full

Fogarty Holdings Limited (the "Company")

7

For official use

**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

d2 d6 m0 m7 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

Debenture (the "Debenture")

4

**Amount secured**

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

Amount secured

All the Company's monies and liabilities of  
any kind which will from time to time (and  
whether on or at any time after demand) be  
due, owing or incurred to the Chargeholder in  
whatsoever manner whether actually or  
contingently, solely or jointly and whether as  
principal or surety and whether or not the  
Chargeholder was an original party to the  
relevant transaction together with the  
Chargeholder's charges and commission Interest  
and Expenses (the "Company's 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 |  | <b>Continuation page</b><br>Please use a continuation page if you need to enter more details |
| Name   | Stewart Macdonald (the "Chargeholder")                                   |  |
| Address  | Westcliffe House, Westcliffe Road, Ruskington,<br>Sleaford, Lincolnshire |  |
| Postcode   | N G 3 4 9 A Y  |  |
| Name   |  |  |
| Address  |  |  |
| Postcode   |  |  |

### 6 Short particulars of all the property mortgaged or charged

|  |  |  |
|--|--|--|
| Please give the short particulars of the property mortgaged or charged |  | <b>Continuation page</b><br>Please use a continuation page if you need to enter more details |
| Short particulars  | <p>1 <b><u>Charge</u></b></p> <p>The Company covenants to discharge on demand the Company's Obligations when the same become due and as a continuing security for such discharge and with full title guarantee charges to the Chargeholder -</p> <p>1.1 by way of legal mortgage all the freehold and leasehold property now vested in or charged to the Company,</p> <p>1.2 by way of fixed charge all estates or interests in any freehold and leasehold property now and in the future vested in or charged to the Company except the property charged by clause 1.1 above;</p> <p>1.3 by way of fixed charge all the plant machinery and fixtures and fittings of the Company present and future;</p> <p>1.4 by way of fixed charge all furniture, furnishings, equipment, tools and other chattels of the Company present and future not regularly disposed of in the ordinary course of business,</p> <p>1.5 by way of fixed charge all the goodwill and uncalled capital of the Company present and future;</p> <p>1.6 by way of fixed charge all stocks, shares and other securities of the Company present and future,</p> <p>Please see attached continuation page</p> |  |

# 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>1.7 by way of fixed charge all intellectual property rights choses in action and claims of the Company present and future and the proceeds of any insurance from time to time affecting the Property, and</p> <p>1 8 by way of floating charge all the undertaking and all property assets and rights of the Company present and future not subject to a fixed charge under this deed. Paragraph 14 of Schedule B1 to the Insolvency Act 1986 applies to the floating charges created under this deed. This means that, at any time after an Enforcement Event has occurred, the Chargeholder may appoint an administrator under the Insolvency Act 1986</p> <p>2 <b><u>Restrictions</u></b></p> <p>The Company will not without the prior written consent of the Chargeholder -</p> <p>2.1 create or permit to arise any mortgage charge or lien on the Property;</p> <p>2 2 dispose of the Property charged by clauses 1 1 to 1.7 above inclusive,</p> <p>2.3 deal with the Company's book debts and other debts otherwise than by collecting them in the ordinary course of the Company's business In particular the Company will not realise its book debts and other debts by means of block discounting factoring or any other similar arrangement;</p> <p>2 4 dispose of the Property charged by clause 1.8 above other than in the ordinary course of business,</p> <p>2.5 grant or accept a surrender of any lease or licence of or part with or share possession or occupation of its freehold and leasehold property or any part of it, or</p> <p>2.6 do or cause or permit to be done anything which may in any way depreciate, jeopardise or otherwise prejudice the value or marketability of any of the Property</p> <p>DEFINITIONS</p> <p>"Enforcement Event" means any of the following</p> |  |

# 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

· the failure by the Company within 10 days of such obligation becoming due to discharge all or any of the Company's Obligations;

· any step being taken (including, without limitation, the making of an application or the giving of any notice) by the Company or any other person to appoint an administrator in respect of the Company,

any step being taken (including, without limitation, the making of an application or the giving of any notice) by the Company or any other person to wind up or dissolve the Company or to appoint a liquidator, trustee, Receiver, or similar officer to the Company or any part of the Company's undertaking or assets; or

· the Company requesting the Chargeholder to appoint an administrator of the Company or to appoint a Receiver in respect of the Company or any of the Property

"Expenses" means all expenses (on a full indemnity basis) incurred by the Chargeholder or any Receiver at any time in connection with the Property or the Company's Obligations or in taking or perfecting the Debenture or in preserving defending or enforcing the security created by the Debenture or in exercising any power under the Debenture or otherwise with Interest from the date they are incurred.

"Interest" means interest at the rate of 5% above 3 month LIBOR from time to time

"Property" means the whole and any part of the undertaking property and assets of the Company charged by Clause 1 above

"Receiver" means an administrative receiver, receiver or a receiver and manager

# MG01

## Particulars of a mortgage or charge

### 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 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 Browne Jacobson LLP X

This form must be signed by a person with an interest in the registration of the charge

# 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 Chereta Edmeade

Company name Browne Jacobson LLP

Address Victoria Square House

Victoria Square

Post town Birmingham

County/Region West Midlands

Postcode B 2 4 B U

Country United Kingdom

DX 727740 Birmingham 62

Telephone 0121 237 3907



### 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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://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. 4292372  
CHARGE NO. 7**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A DEBENTURE DATED 26 JULY 2012  
AND CREATED BY FOGARTY HOLDINGS LIMITED FOR  
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE  
COMPANY TO STEWART MACDONALD ON ANY ACCOUNT  
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1  
PART 25 OF THE COMPANIES ACT 2006 ON THE 1 AUGUST 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2 AUGUST 2012

*AX*



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES