

MG02

Statement of satisfaction in full or in part of mortgage or charge



✓ **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.

✗ **What this form is NOT for**
You cannot use this form to
a statement of satisfaction i
or in part of a fixed charge f
company registered in Scotl
do this, please use form MC

TUESDAY



A18 *ACIGPRHH* 08/02/2011 149
COMPANIES HOUSE

1

Company details

Company number 0 4 3 4 9 2 2 1
Company name in full CELLNOVO LIMITED (the "Company")

9 For official use
→ **Filling in this form**
Please complete in typescript or in
bold black capitals
All fields are mandatory unless
specified or indicated by *

2

Creation of charge

Date charge created d2 d8 m1 m0 y2 y0 y1 y0
Description ① Debenture
Date of registration ② d2 d9 m1 m0 y2 y0 y1 y0

- ① You should give a description of
the instrument (if any) creating or
evidencing the charge,
e.g. 'Legal charge'
- ② The date of registration may be
confirmed from the certificate

3

Name and address of chargee(s), or trustee(s) for the debenture holders

Please give the name and address of the chargee(s), or trustee(s) for the
debenture holders

Name	ADVENT NOMINEES LIMITED
Address	25 BUCKINGHAM GATE LONDON
Postcode	S W 1 E 6 L D
Name	ADVENT PRIVATE EQUITY FUND IV LP
Address	25 BUCKINGHAM GATE LONDON
Postcode	S W 1 E 6 L D
Name	ADVENT MANAGEMENT IV LP
Address	25 BUCKINGHAM GATE LONDON
Postcode	S W 1 E 6 L D

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

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4**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

2 SECURITY

2 1 As a continuing security for the discharge and payment of the Obligations and with full title guarantee, the Company -

2 1 1 charges to the Security Agent by way of fixed charge, any Land,

2 1 2 assigns to the Security Agent the proceeds of the Insurances, subject to reassignment on redemption,

2 1 3 charges to the Security Agent by way of fixed charge all the plant, machinery, fixtures, fittings, vehicles, computers and equipment now and in the future belonging to the Company and assigns to the Security Agent all right, title and interest of the Company under any agreements (present or future) relating to the purchase, lease or hire purchase of the same,

2 1 4 charges to the Security Agent by way of fixed charge all the goodwill, shares and uncalled capital of the Company present and future,

2 1 5 charges to the Security Agent by way of fixed charge all choses in action, claims and Intellectual Property now and in the future belonging to the Company, including any Intellectual Property to which the Company is not absolutely entitled or to which the Company is entitled to with others,

2 1 6 charges to the Security Agent by way of fixed charge all trade secrets, confidential information and knowhow owned or enjoyed by the Company now or in the future,

(continues on continuation sheet)

5**Satisfaction of the debt**

I confirm that the debt for which the charge described above was given has been paid or satisfied ①

☒ In full

☐ In part

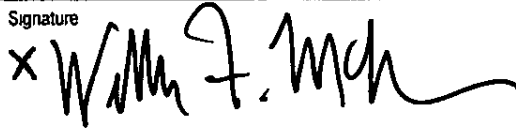
① Please tick one box only

6**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. The contact information you give will be visible to searchers of the public record.

Contact name Edward FitzGerald

Company name Berwin Leighton Paisner LLP

Address Adelaide House

London Bridge

Post town London

County/Region

Postcode E C 4 R 9 H A

Country

DX 92 LONDON/CHANCERY LN

Telephone +44 (0)20 3400 1000



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 completed the charge details in Section 2
- ☐ You have completed the name and address of the chargee, or trustee for the debenture holders
- ☐ You have completed the short particulars of the property mortgaged or charged
- ☐ You have confirmed whether the charge is to be satisfied in full or in part
- ☐ You have signed the form



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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Name and address of chargee(s), or trustee(s) for the debenture holders

Please give the name and address of the chargee(s), or trustee(s) for the debenture holders

Name	HEALTHCARE VENTURES VIII LP
Address	55 CAMBRIDGE PARKWAY, SUITE 301, CAMBRIDGE
	MASSACHUSETTS, USA
Postcode	0 2 1 4 2 1 2 3 4
Name	
Address	
Postcode	
Name	
Address	
Postcode	
Name	
Address	
Postcode	
Name	
Address	
Postcode	
Name	
Address	
Postcode	
Name	
Address	
Postcode	
Name	
Address	
Postcode	

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4	Short particulars of all the property mortgaged or charged	
Short particulars		Please give the short particulars of the property mortgaged or charged
		2 1 7 charges to the Security Agent by way of fixed charge all book and other debts now and in the future owing to the Company or in which the Company is interested,
		2 1 8 charges to the Security Agent by way of fixed charge all negotiable instruments at any time drawn, issued or endorsed in favour of, or held by or on behalf of, the Company, and
		2 1 9 charges to the Security Agent by way of floating charge all the undertaking and all property, assets and rights of the Company present and future wherever situate not from time to time subject to a mortgage, fixed charge or assignment under this deed with the exclusion of the Property