

# MG04



Application for registration of a memorandum of  
satisfaction that part (or the whole) of the property charged  
(a) has been released from the charge; (b) no longer forms  
part of the company's property

☒ **What this form is for**  
You may use this form to register a  
memorandum of satisfaction where  
part or the whole of the property  
has a) been released from the  
charge or b) ceased to form part of  
the property

☐ **What this form is NOT for**  
You cannot use this form to register  
a memorandum of satisfaction where  
part or the whole of the property  
a) has been released from the  
charge or b) no longer forms  
part of the company's property  
company registered in Scotland  
do this, please use MG04s

For further information, please  
refer to our guidance at



LD6

09/07/2010

104

COMPANIES HOUSE

FRIDAY

## 1 Company details

Company number 5 3 1 0 6 6 9

Company name in full INEOS NOMINEE LIMITED

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 d 1 d 6 m 0 m 3 y 2 y 0 y 0 y 6

Description ① Share pledge agreement relating to shares of INEOS Manufacturing Belgium NV  
(formerly Innovene Manufacturing Belgium NV) (the "Share Pledge Agreement")

Date of registration ② d 3 d 0 m 0 m 3 y 2 y 0 y 0 y 6

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 BARCLAYS BANK PLC

Address 1 CHURCHILL PLACE

LONDON

Postcode

Name

Address

Postcode E 1 4 5 H P

Name

Address

Postcode

### Continuation page

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

## MG04

Application for registration of a memorandum of satisfaction that part (or the whole) of the property charged (a) has been released from the charge, (b) no longer forms part of the company's property

### 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

SEE CONTINUATION SHEETS

### 5 Satisfaction of the property charged

I confirm that with respect to the charge described above that ①

- ☐ part of the property  
☒ the whole of the property

has ①

- ☒ been released from the charge  
☐ ceased to form part of the company's property or undertaking  
☐ been released from the charge and ceased to form part of the company's property

① Please tick one box only

### 6 Signature

Please sign the form here

Signature

Signature

X *Slaughter and May*  
*(on behalf of the Company)* X

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

## MG04

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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 ANNIE BOWDEN

Company name  
SLAUGHTER AND MAY

Address ONE BUNHILL ROW

Post town LONDON

County/Region UK

Postcode E C 1 Y 8 Y Y

Country

DX

Telephone



### 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 correctly completed the charge details in Section 2
- ☐ You have given the name and address of the chargee, or trustee for the debenture holders
- ☐ You have completed the details of the short particulars of the property charged
- ☐ You have completed both parts of Section 5
- ☐ 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](http://www.companieshouse.gov.uk) or email [enquires@companieshouse.gov.uk](mailto:enquires@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)**

## MG04 - continuation page

Application for registration of a memorandum of satisfaction that part (or the whole) of the property charged (a) has been released from the charge, (b) no longer forms part of the company's property

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

Please give the short particulars of the property mortgaged or charged

Short particulars

Pursuant to clause 2 1 of the Share Pledge Agreement, in order to secure the Secured Obligations, the Pledgor granted to the Pledgee a first ranking pledge over the Shares it owns in the Company

Pursuant to clause 2 2 of the Share Pledge Agreement, if the Pledgor acquired in any manner any Future Shares, it granted a first ranking pledge to the Pledgee to secure the Secured Obligations

#### Definitions

In this Form MG04

"**Company**" means INEOS Manufacturing Belgium NV (formerly Innovene Manufacturing Belgium NV),

"**Future Shares**" means (i) any shares in the capital of the Company which any Pledgor may in the future acquire, (ii) any and all rights to acquire shares in the capital of the Company, which rights any Pledgor may acquire, and (iii) any and all other rights pertaining to the shares in the Company which any Pledgor may in the future acquire, including, *inter alia*, the right to receive all interest, dividend rights, rights to distributions out of the reserves, rights to the remaining balance upon winding-up of the Company and the right to remittances and other payments pertaining to such shares from the Company,

"**Pledgee**" means Barclays Bank PLC,

"**Pledgor**" means INEOS European Holdings Limited (formerly Innovene European Holdings Limited) or INEOS Nominee Limited (formerly Innovene Nominee Limited),

"**Pledgor 1**" means INEOS European Holdings Limited (formerly Innovene European Holdings Limited),

"**Pledgor 2**" means INEOS Nominee Limited (formerly Innovene Nominee Limited), and

"**Shares**" means (i) the 193,584 registered shares in the Company of which 193,583 registered shares were owned by Pledgor 1 and 1 share by Pledgor 2, from the date of the Share Pledge Agreement, (ii) any and all rights to acquire shares in the capital of the Company, which right the Pledgor at the date of the Share Pledge Agreement had, and (iii) any and all other rights pertaining to the shares from the date of their pledge pursuant to the Share Pledge Agreement, including, *inter alia*, the right to receive all interest, dividend rights, rights to distributions out of the reserves, rights to the remaining balance upon winding-up of the Company and the right to remittances and other payments pertaining to such shares from the Company