

MG01

Particulars of a mortgage or charge



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LASERFORM

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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

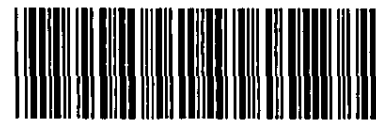
You may use this form to register particulars of a mortgage or charge in England and Wales or Northern Ireland



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



AVU0PK4C

A18

19/05/2010

101

COMPANIES HOUSE

1

Company details

Company number 05802124

Company name in full ENIGMA TRAVEL GROUP LIMITED (the "Mortgagor")

9

Filling 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 01/05/2010

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 Mortgage Deed of Stocks and Shares (the "Mortgage") to secure own liabilities

4

Amount secured

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

Amount secured 07 (a) All money and liabilities whether actual or contingent (including further advances made thereafter by the Bank) which then were or at any time thereafter might be due, owing or incurred from or by the Mortgagor to the Bank anywhere or for which the Mortgagor might be or become liable to the Bank in any manner whatsoever without limitation (and (in any case) whether alone or jointly with any other person and in whatever style, name or form and whether as principal or surety and notwithstanding that the same may at any earlier time have been due, owing or incurred to some other person and have subsequently become due, owing or incurred to the Bank as a result of a transfer, assignment or other transaction or by operation of law),

(continued)

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		Continuation page Please use a continuation page if you need to enter more details
Name	Lloyds TSB Bank plc (the "Bank")	
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>By way of separate fixed security, mortgages with full title guarantee each of the following items as continuing security for payment to the Bank of the Secured Obligations (as defined in the Mortgage)</p> <p>(a) all of the <u>stocks, shares, bonds, certificates of deposit</u>, bills of exchange, depository receipts, loan capital, derivatives (including any current or currency unit, interest rate or commodity hedging arrangement) and other securities of any kind (whether in certificated or uncertificated form and whether marketable or otherwise) (the "Securities") which (or the certificates of which) were or might at any time in the future be</p> <p>(i) lodged with or held (in certificated or uncertificated form) by the Bank or its agents on behalf or for the account of the Mortgagor, or</p> <p>(ii) transferred to or registered in the name of the Bank or its nominee(s) on behalf or for the account of the Mortgagor, or</p> <p>(iii) held (whether in certificated or uncertificated form) by any person other than the Mortgagor for or to the order of the Bank or its nominee(s) at the request of or by arrangement with the Mortgagor, or</p> <p>(iv) held in uncertificated form by a member of CREST or any other similar system (including the Mortgagor itself, if a member of CREST or other similar system) where the Bank or its nominee(s) might to the exclusion of the member of the system direct the transfer of such Securities,</p> <p>(whether lodged, held, transferred or registered for safe custody, collection, security or for any specific purpose or generally and either before or after the date hereof), and</p> <p>(continued)</p>	

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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

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 866).

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).

9 Signature

Please sign the form here

Signature

Signature

X *Eversheds LLP*

X

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

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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 James Oxley

Company name Eversheds LLP

Address Bridgewater Place

Water Lane

Post town Leeds

County/Region West Yorkshire

Postcode L S 1 1 S D R

Country

DX DX 12027 Leeds - 27

Telephone 0845 498 4417



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 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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Amount secured

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

Amount secured

- (b) Interest on all such money and liabilities to the date of payment at such rate or rates as might from time to time be agreed between the Bank and the Mortgagor or, in the absence of such agreement, at the rate, in the case of an amount denominated in Sterling, of two percentage points per annum above the Bank's base rate for the time being in force (or its equivalent or substitute rate for the time being) or, in the case of an amount denominated in any currency or currency unit other than Sterling, at the rate of two percentage points per annum above the cost to the Bank (as conclusively determined by the Bank) of funding sums comparable to and in the currency or currency unit of such amount in the London Interbank Market (or such other market as the Bank may select) for such consecutive periods (including overnight deposits) as the Bank might in its absolute discretion from time to time select,
- (c) Commission and other banking charges and legal, administrative and other costs, charges and expenses incurred by the Bank in relation to the Mortgagor, the Mortgage or the Mortgaged Securities as defined in the Short Particulars) (including any acts necessary to release the Mortgaged Securities from the security created by the Mortgage) or in preserving, defending or enforcing the security thereby created in all cases on a full and unqualified indemnity basis,
- (d) Fees charged by the Bank for the time spent by the Bank's officials, employees or agents in dealing with any matter relating to the Mortgage Such fees shall be payable at such rate as may be specified by the Bank, and
- (e) All other money and liabilities expressed to be secured thereby and all other obligations and liabilities of the Mortgagor under the Mortgage

(Continued)

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Particulars of a mortgage or charge

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Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

- (b) the benefit of all agreements, arrangements, undertaking or accounts under which any person holds on behalf of or on trust for the Mortgagor, or has an obligation to deliver or transfer, any such Securities to the Mortgagor or to the order of the Mortgagor, and
- (c) all the rights and interests of the Mortgagor in such Securities and all allotments, offers, dividends and other distributions, interest, rights, benefits and advantages arising at any time in relation to any such Securities (including all Securities (and the dividends and other distributions or interest thereon), rights, moneys or property accruing or offered at any time by way of conversion, redemption, bonus, preference, option, consolidation, sub-division or otherwise to or in respect of such Mortgaged Securities

The Mortgagor shall not without the prior written consent of the Bank

- (a) sell, assign, transfer or otherwise dispose of, or deal in any other way whatsoever with, any of the Mortgaged Securities,
- (b) compound, release, exchange, set-off, discount, factor, or grant time or indulgence in respect of any debt relating to any of the Mortgaged Securities or any part of the proceeds of any of the Mortgaged Securities or do anything whereby the recovery of any part of any such debt or any part of such proceeds might be impeded, delayed or prevented,
- (c) allow any other person to become registered as the holder of any of the Mortgaged Securities,
- (d) mortgage, charge or give any security of any kind to a third party over any of the Mortgaged Securities nor allow any such mortgage, charge or security to exist (other than the Prior Mortgage(s) (if any) as described in the Schedule to the Mortgage),
- (e) enter into any contractual or other agreement which has or might have an economic effect similar or analogous to any such encumbrance or security as would be prohibited by (d) immediately above, or
- (f) give to any person any option or any other right in relation to any of the Mortgaged Securities



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 5802124
CHARGE NO. 9**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A MORTGAGE DEED OF STOCKS
AND SHARES TO SECURE OWN LIABILITIES DATED 10 MAY
2010 AND CREATED BY ENIGMA TRAVEL GROUP LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO LLOYDS TSB BANK PLC UNDER THE TERMS OF
THE AFOREMENTIONED INSTRUMENT CREATING OR
EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO
CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE 19
MAY 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20 MAY 2010



Companies House
— for the record —

DX
SA



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES