



Registration of a Charge

Company name: **LLOYD LATCHFORD GROUP LIMITED**

Company number: **05988054**



XA1TMCQQ

Received for Electronic Filing: **06/04/2021**

Details of Charge

Date of creation: **31/03/2021**

Charge code: **0598 8054 0001**

Persons entitled: **ARES MANAGEMENT LIMITED (AS SECURITY AGENT)**

Brief description:

Contains fixed charge(s).

Contains floating charge(s) (floating charge covers all the property or undertaking of the company).

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 5988054

Charge code: 0598 8054 0001

The Registrar of Companies for England and Wales hereby certifies that a charge dated 31st March 2021 and created by LLOYD LATCHFORD GROUP LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 6th April 2021 .

Given at Companies House, Cardiff on 7th April 2021

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

Security Accession Deed

This Security Accession Deed is made on 31 March 2021.

Between:

- (1) The entities listed in Schedule 2 (*New Chargors*) (each a “New Chargor” and together the “New Chargors”);
- (2) Ardonagh Midco 3 plc for itself and as agent for and on behalf of each of the existing Chargors (the “Company”); and
- (3) Ares Management Limited as security trustee for itself and the other Secured Parties (the “Security Agent”).

Recital:

This deed is supplemental to a Debenture dated 14 July 2020 between, amongst others, the Chargors named therein and the Security Agent, as previously supplemented and amended by earlier Security Accession Deeds, including a Security Accession Deed dated 12 October 2020 (the “Debenture”).

Now this deed witnesses as follows:

1. Interpretation

1.1 Definitions

Terms defined in the Debenture shall have the same meanings when used in this deed.

1.2 Construction

Clauses 1.2 (*Construction*) and 1.3 (*Other References and Interpretation*) of the Debenture will be deemed to be set out in full in this deed, but as if references in those clauses to the Debenture were references to this deed.

2. Accession of New Chargors

2.1 Accession

Each New Chargor agrees to be a Chargor for the purposes of the Debenture with immediate effect and agrees to be bound by all of the terms of the Debenture as if it had originally been a party to it as a Chargor.

2.2 Covenant to pay

Subject to any limits on its liability specified in the Secured Debt Documents, each New Chargor covenants, as primary obligor and not only as surety, with the Security Agent (for the benefit of itself and the other Secured Parties) that it will pay and discharge each of the Secured Obligations on their due date in accordance with their respective terms (or if they do not specify a time for payment, promptly on prior written demand of the Security Agent).

2.3 Fixed Security

Subject to Clause 3.5 (*Excluded Assets*) of the Debenture, each New Chargor, as continuing security for the payment of the Secured Obligations, charges in favour of the Security Agent

with full title guarantee the following assets, both present and future, from time to time owned by it or in which it has an interest:

- (a) by way of first fixed charge, the Shares and the Related Rights in respect of the Shares; and
- (b) by way of first fixed charge, the Bank Accounts and the Related Rights in respect of the Bank Accounts.

2.4 Security Assignment

Subject to Clause 3.5 (*Excluded Assets*) of the Debenture, and as continuing security for the payment of the Secured Obligations, each New Chargor assigns absolutely by way of security with full title guarantee to the Security Agent all its right, title and interest from time to time in and to the Assigned Agreements and all Related Rights, provided that on payment and discharge in full of the Secured Obligations the Security Agent will promptly re-assign the relevant Assigned Agreements to that Chargor (or as it shall direct).

2.4 Floating Charge

Subject to Clause 3.5 (*Excluded Assets*) of the Debenture, as further continuing security for the full payment of the Secured Obligations, each New Chargor charges with full title guarantee in favour of the Security Agent (for the benefit of itself and the other Secured Parties) by way of first floating charge all its present and future assets, undertakings and rights.

3. Consent of Existing Chargors

The existing Chargors agree to the terms of this deed and agree that its execution will in no way prejudice or affect the security granted by each of them under (and covenants given by each of them in) the Debenture.

4. Construction of Debenture

The Debenture and this deed shall be read together as one instrument on the basis that references in the Debenture to "this deed" or "this Debenture" will be deemed to include this deed.

5. Governing Law and Jurisdiction

This deed and any non-contractual obligations arising out of or in connection with it are governed English law and the parties agree that the courts of England have exclusive jurisdiction to settle any dispute arising out of or in connection with this deed (including a dispute regarding the existence, validity or termination of this deed or the consequences of its nullity or any non-contractual obligations arising out of or in connection with it).

In witness whereof this deed has been duly executed on the date first above written.

Schedule 1 - Shares

Name of Chargor which holds the shares	Name of company issuing shares	Number and class
Hawkwood Investment Holdings Limited	Knighthood Corporate Assurance Services Limited	50,000 Ordinary

Schedule 2 - New Chargors

New Chargor	Company Type	Jurisdiction and Registered Number	Notice Details
Saffron Insurance Services Limited	Private Limited Company	England & Wales, 00829892	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary
Healthy Pets Limited	Private Limited Company	England & Wales, 03209135	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary
Compass London Markets Limited	Private Limited Company	England & Wales, 09410832	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary
Lloyd Latchford Group Limited	Private Limited Company	England & Wales, 05988054	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary

New Chargor	Company Type	Jurisdiction and Registered Number	Notice Details
Compass Broker Networks Limited	Private Limited Company	England & Wales, 10118181	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary
McMorrow Murphy Limited	Private Limited Company	England & Wales, 01317860	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary
Hugh J. Boswell Limited	Private Limited Company	England & Wales, 00318993	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary
Thames Underwriting Limited	Private Limited Company	England & Wales, 07136128	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary

New Chargor	Company Type	Jurisdiction and Registered Number	Notice Details
Knighthood Corporate Assurance Services Limited	Private Limited Company	England & Wales, 01194084	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary
Midas Underwriting Ltd	Private Limited Company	England & Wales, 04040230	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary
Thompson & Richardson Limited	Private Limited Company	England & Wales, 03633689	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary
Weald Insurance Brokers Limited	Private Limited Company	England & Wales, 00957953	Address: 2 Minster Court, Mincing Lane, London, EC3R 7PD Electronic mail address: company.secretarial@ardonagh.com Attention: Group Company Secretary

Signatories to Security Accession Deed

The New Chargor

EXECUTED as a DEED by)
SAFFRON INSURANCE SERVICES)
LIMITED)
acting by)



Director

R. Tupun



Witness

Name: KATY TUPUN

Address: [Redacted]

Occupation: [Redacted]

EXECUTED as a DEED by)
HEALTHY PETS LIMITED)
acting by)

Director

Witness

Name: _____

Address: _____

Occupation: _____

EXECUTED as a DEED by)
COMPASS LONDON MARKETS)
LIMITED)
acting by)

Director

Witness

Name: _____

Address: _____

Occupation: _____

Signatories to Security Accession Deed

The New Chargor

EXECUTED as a DEED by)
SAFFRON INSURANCE SERVICES)
LIMITED)
acting by)

Director

Witness

Name: _____

Address: _____

Occupation: _____

EXECUTED as a DEED by)
HEALTHY PETS LIMITED)
acting by)

Director

Witness

Name: MATTHEW HUGHES

Address: _____

Occupation: _____

EXECUTED as a DEED by)
COMPASS LONDON MARKETS)
LIMITED)
acting by)

Director

Witness

Name: _____

Address: _____

Occupation: _____

Signatories to Security Accession Deed

The New Chargor

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SAFFRON INSURANCE SERVICES)
LIMITED)
acting by)

Director

Witness

Name: _____

Address: _____

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COMPASS LONDON MARKETS)
LIMITED)
acting by)

Director

Witness




Name: SIOBHAN O'LENNOR

Address: _____

Occupation: _____

EXECUTED as a DEED by)
LLOYD LATCHFORD GROUP)
LIMITED)
acting by)


Director


Witness
Name: J OCUANGI
Address: 
Occupation: 

EXECUTED as a DEED by)
COMPASS BROKER NETWORKS)
LIMITED)
acting by)

Director

Witness
Name: _____
Address: _____
Occupation: _____

EXECUTED as a DEED by)
MCMORROW MURPHY LIMITED)
acting by)

Director

Witness
Name: _____
Address: _____
Occupation: _____

EXECUTED as a DEED by)
LLOYD LATCHFORD GROUP)
LIMITED)
acting by)

Director

Witness

Name: _____

Address: _____

Occupation: _____

EXECUTED as a DEED by)
COMPASS BROKER NETWORKS)
LIMITED)
acting by)

Director

Witness

Name: SIOBHAN O'CONNOR

Address: _____

Occupation: _____

EXECUTED as a DEED by)
MCMORROW MURPHY LIMITED)
acting by)

Director

Witness

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Address: _____

Occupation: _____

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LLOYD LATCHFORD GROUP)
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acting by)

Director _____

Witness _____

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Address: _____

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COMPASS BROKER NETWORKS)
LIMITED)
acting by)

Director _____

Witness _____

Name: _____

Address: _____

Occupation: _____

EXECUTED as a DEED by)
MCMORROW MURPHY LIMITED)
acting by)

Director _____


Witness _____

Name: KATH TOLIN


Address: _____

Occupation: _____



EXECUTED as a DEED by)
HUGH J. BOSWELL LIMITED)
acting by)



Director *R. Tuplin*



Witness

Name: *KATY TUPLIN*
Address: 
Occupation: 

EXECUTED as a DEED by)
THAMES UNDERWRITING LIMITED)
acting by)

Director

Witness

Name: _____
Address: _____
Occupation: _____

EXECUTED as a DEED by)
KNIGHTHOOD CORPORATE)
ASSURANCE SERVICES LIMITED)
acting by)

Director

Witness

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Address: _____

Occupation: _____

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ASSURANCE SERVICES LIMITED)
acting by)

Director

R. TUOLIN

Witness

Name: KAST TUOLIN

Address: _____

Occupation: _____

EXECUTED as a DEED by)
MIDAS UNDERWRITING LTD)
acting by)




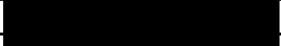
Director



Witness

Name: MATTHEW HUGH

Address: 

Occupation: 

EXECUTED as a DEED by)
THOMPSON & RICHARDSON LIMITED)
acting by)

Director

Witness

Name: _____

Address: _____

Occupation: _____

EXECUTED as a DEED by)
WEALD INSURANCE BROKERS)
LIMITED)
acting by)

Director

Witness

Name: _____

Address: _____

Occupation: _____

EXECUTED as a DEED by)
MIDAS UNDERWRITING LTD)
acting by)

Director _____

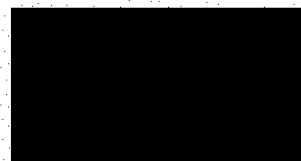
Witness _____

Name: _____

Address: _____

Occupation: _____

EXECUTED as a DEED by)
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acting by)



Director R. Tuplin



Witness _____

Name: KATH TUPLIN

Address: _____

Occupation: _____

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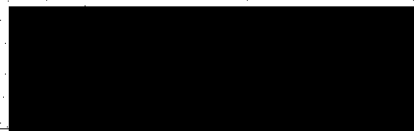
Witness

Name: KATY THORN

Address: _____

Occupation: _____

The Company



For and on behalf of
Ardonagh Midco 3 Plc

[Green - Signature Pages to Security Accession Deed]

The Security Agent

SIGNED by
ARES MANAGEMENT LIMITED
acting by:

)
)
)



Authorised Signatory

Name: John Atherton
Authorised Signatory
Title:

Notice Details

Address: C/O Tmf Group 8th Floor, 20
Farringdon Street, London EC4A 4AB

Copy to: Ares Management Limited, 10
New Burlington Street, 6th Floor, London
W1S 3BE

Attention: David Ribchester / Nishal Patel

Email: OperationsLondon@aresmgmt.com