

MG01

Particulars of a mortgage or charge



IRIS
LASERFORM

CHM00093/13

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

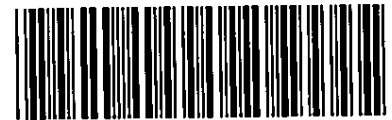
You may use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland.



What this form is NOT for

You cannot use this form to re-
gister particulars of a charge for a S
company. To do this, please use
form MG01s.

FRIDAY



LD4 11/12/2009 8

COMPANIES HOUSE

1

Company details

Company number

0 6 2 7 3 0 2 0

Company name in full

Equitix Investment Management Limited (a company
incorporated in England and Wales) (Assignor)

①

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

Date of creation of charge

Date of creation

d0 d2 m1 m2 y2 y0 y0 y9 /

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

Deed of Assignment (the Deed)

4

Amount secured

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

Amount secured

04
10

Any and all of the Assignor's liabilities and
obligations (whether actual or contingent)
present or future to the Lender under the Finance
Documents as the same may be varied, modified,
extended or increased from time to time (Secured
Obligations)

Continuation page

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

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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	The Royal Bank of Scotland plc (Lender)							
Address	3rd Floor, 280 Bishopsgate, London							
Postcode	E	C	2	M		4	R	B
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

1 Assignment

As continuing security for the payment of the Secured Obligations the Assignor as beneficial owner assigned absolutely by way of security with full title guarantee to the Lender the Partnership Rights of the Assignor.

2 Restriction

195
The Assignor shall not, save as otherwise permitted under the Facility Agreement, without the prior consent in writing of the Lender save for the Security created hereby, create or permit to exist any Security over the Assigned Property, save that nothing in clause 4 of the Deed (as shown in this paragraph 2 of this Form MG01) shall prevent the Assignor exercising its Partnership Rights (including the service and enforcement of Drawdown Notices on the Investors in relation to their respective Commitments in accordance with the provisions of the Partnership Documents) to the extent permitted under the Finance Documents.

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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 *Adrian Goddard 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 WILSD/DOWNN/304919.2684

Company name Addleshaw Goddard LLP

Address Box 500

Companies House

21 Bloomsbury House

Post town London

County/Region

Postcode W C 1 B 3 X D

Country

DX 47 London

Telephone 020 7160 3383



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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Particulars of a mortgage or charge

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Amount secured

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

Amount secured

Definitions

In this form the following terms have the following meanings:

Borrower means Equitix Fund I LP (registered as a limited partnership under the Limited Partnership Act 1907 with number LP13260) acting through its general partner, the General Partner

Facility Agreement means the Facility Agreement dated 2 December 2009 between the Borrower, General Partner, Assignor and Lender.

Finance Documents has the meaning ascribed to it in the Facility Agreement.

General Partner means Equitix GP 1 Limited (a company incorporated in Guernsey with registered number 49416) whose registered office is at Ogier House, St Julian's Avenue, St Peter Port, Guernsey, GY1 1WA

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6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged.

Short particulars

Definitions

Assigned Property means any property or assets of the Assignor assigned by the Assignor pursuant to clause 4 of the Deed (as shown in paragraph 2 of this MG01)

Commitment has the meaning ascribed to it in the Partnership Agreement

Drawdown Notice has the meaning ascribed to that term in the Partnership Agreement

Investor has the meaning given to that term in the Partnership Agreement

Partnership Agreement has the meaning ascribed to it in the Facility Agreement.

Partnership Documents has the meaning ascribed to it in the Facility Agreement.

Partnership Rights means all the rights, title and interest of the Assignor under the Partnership Documents to the Commitments (to the extent of the proceeds thereof and the rights of the relevant Assignor to execute and deliver Drawdown Notices pursuant to the Partnership Agreement and otherwise require, and enforce the obligations of, the Investors to contribute the Commitments)

Security has the meaning ascribed to it in the Facility Agreement.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6273020
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT DATED 2
DECEMBER 2009 AND CREATED BY EQUITIX INVESTMENT
MANAGEMENT LTD FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF
SCOTLAND PLC ON ANY ACCOUNT WHATSOEVER 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 11 DECEMBER 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14 DECEMBER
2009


ADE



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES