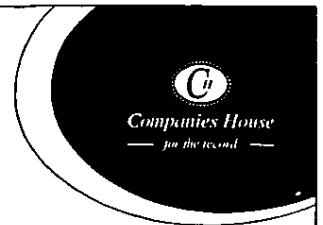


MG01

Particulars of a mortgage or charge



A fee is payable with this form.

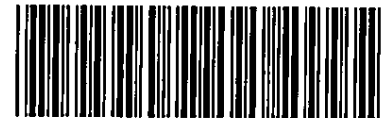
We will not accept this form unless you send the correct fee.

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 reg
particulars of a charge for a Scc
company. To do this, please use
form MG01s.

MONDAY



ABH7SET8

A16

09/11/2009

254

COMPANIES HOUSE

1 Company details

Company number 0 6 3 0 9 6 4 8

Company name in full BELL BIDCO 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 Date of creation of charge

Date of creation 0 2 1 1 2 0 0 9

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 ALL ASSETS DEBENTURE

4 Amount secured

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

Amount secured All monies (in whatever currency), obligations and liabilities which are
from time to time due, owing or incurred by the Chargor to Lloyds
TSB Commercial Finance Limited, whether actually or contingently,
solely or jointly and whether as principal or surety, including discount
charges and interest (as well after as before judgment) commission
and other fees and charges at the rates and on the terms agreed
between the Chargor and Lloyds TSB Commercial Finance Limited
from time to time, together with all Expenses and all amounts owing in
respect of Indemnified Events plus, in each case, interest at the rate
agreed with the Chargor, from the date the same are incurred to the
date of payment in full compounded monthly or otherwise in
accordance with Lloyds TSB Commercial Finance Limited's usual
practice ["the Secured Liabilities"].

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.

Name LLOYDS TSB COMMERCIAL FINANCE LIMITED

Address Boston House The Little Green

Richmond Surrey

Postcode T W 9 1 Q E

Name

Address

Postcode

Continuation page

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

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

The Company with full title guarantee charges to Lloyds TSB Commercial Finance Limited:

- by way of legal mortgage, the property (if any) described in Schedule 2 of the All Assets Debenture;
- by way of fixed charge any freehold or leasehold property (excluding property charged by the above clause) now and in the future owned by the Chargor or in which the Chargor may have an interest;
- by way of fixed charge all buildings, fixtures and fittings (including trade fixtures and fittings) from time to time in, on or attached to any of the Chargor's freehold or leasehold property;
- by way of fixed charge all of the Chargor's plant and machinery and other equipment listed in Schedule 3 of the All Assets Debenture and all spare parts, replacements, modifications and additions for or to such Equipment and the benefit of all manuals, instructions, warranties and maintenance agreements relating to such Equipment;
- by way of fixed charge any other plant, machinery, vehicles, computer equipment, furniture, tools and other equipment not disposed of in the ordinary course of the Chargor's business not listed in Schedule 3 of the All Assets Debenture and all spare parts, replacements, modifications and additions for and to such Equipment and the benefit of all manuals, instructions, warranties and maintenance agreements relating to such Equipment;

...continued on Continuation Page

MG01 - continuation page

Particulars of a mortgage or charge

6	Short particulars of all the property mortgaged or charged	
	Please give the short particulars of the property mortgaged or charged.	
Short particulars	• by way of fixed charge all Non Vesting Invoices and all cash in respect thereof; • by way of fixed charge all Other Invoices required by Lloyds TSB Commercial Finance Limited to be paid into a Nominated Account and all cash in respect thereof; • by way of fixed charge any credit balance on any Nominated Account; • by way of fixed charge all the Chargor's goodwill and uncalled capital present and future; • by way of fixed charge all the Chargor's Intellectual Property from time to time not disposed of in the ordinary course of the Chargor's business; • by way of fixed charge all Securities from time to time owned by the Chargor or in which it has an interest; • by way of fixed charge all loan capital, indebtedness or liabilities on any account or in any manner owing to the Chargor from any Subsidiary of the Chargor or a member of the Chargor's Group; • by way of fixed charge all the Chargor's rights and claims (including to the return of premiums) under all insurance policies in which the Chargor has an interest from time to time; • by way of floating charge all the Chargor's property, assets and rights from time to time not subject to a fixed charge under this Debenture (including any property or assets situated in Scotland).	

MG01

Particulars of a mortgage or charge

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		
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	
Signature	Please sign the form here. Signature X <i>W. W. Williams</i> X	
	This form must be signed by a person with an interest in the registration of the charge.	

MG01

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 **Securities Department**

Company name **Lloyds TSB Commercial Finance Ltd**

Address **Vanbrugh House Grange Drive**

Hedge End

Post town **Southampton**

County/Region **Hampshire**

Postcode **S O 3 0 2 A F**

Country

DX

Telephone **01489 799 799**



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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6309648
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN ALL ASSETS DEBENTURE
DATED 2 NOVEMBER 2009 AND CREATED BY BELL BIDCO
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO LLOYDS TSB COMMERCIAL
FINANCE LIMITED 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 9 NOVEMBER
2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10 NOVEMBER
2009

PO
JEL



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES