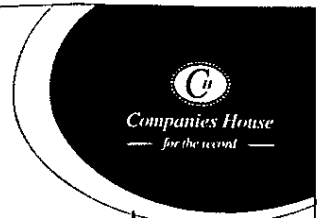


MG01

Particulars of a mortgage or charge



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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 r
particulars of a charge for a
company To do this, please u
form MG01s

THURSDAY



A45 04/11/2010 126
COMPANIES HOUSE

1 Company details

Company number 06425885

Company name in full Phigold Mining Limited

2 For official use

→ Filing 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 20 10 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 Share pledge

4 Amount secured

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

Amount secured

Phigold Mining Limited (the "Pledgor"), is giving security for its parent
company Phigold Plc, the borrower in a facility agreement and
debenture executed on 15 October 2010 under which it has borrowed
£472,000 (the "Secured Loan") from CSS Bridge Partners 2006 LP
D20 Series, acting through its operator Charles Street Securities LLP
(the "Pledgee")

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 CSS Bridge Partners 2006 LP D20 Series (acting through its
Address operator, Charles Street Securities LLP)
1 Wilton Crescent, London
Postcode S W 1 X 8 R 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

The Pledgor is the registered holder of 600,000 common shares of five Philippine Pesos each (representing 40% of the issued and outstanding stock) in the capital of Phigold Metallic Ore, Inc , a company registered in the Philippines under registered number CS200800130 (the "Shares")

By way of security for the Secured Loan, the Pledgor is giving pledge over the Shares in favour of the Pledgee

This pledge

(a) is created by the Pledgor in favour of the Pledgee, and
(b) is a first ranking lien created over the Shares held by the Pledgor

The Pledgor must not

(a) create or allow to subsist any security interest (other than this pledge) over any of the Shares, or
(b) sell, transfer, licence, lease or otherwise dispose of any of the Shares

MG01

Particulars of a mortgage or charge

7	<p>Particulars as to commission, allowance or discount (if any)</p> <p>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</p> <ul style="list-style-type: none"> - subscribing or agreeing to subscribe, whether absolutely or conditionally, or - procuring or agreeing to procure subscriptions, whether absolute or conditional, <p>for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered</p>
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Commission allowance or discount

NIL

8	<p>Delivery of instrument</p> <p>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).</p> <p>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).</p>
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9	<p>Signature</p> <p>Please sign the form here</p> <p>Signature</p> <p>x <i>Fladgate LLP</i> x</p> <p>This form must be signed by a person with an interest in the registration of the charge</p>
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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 **Adrian Mawlabaux**

Company name **Fladgate LLP**

Address **16 Great Queen Street**

Post town **London**

County/Region

Postcode **W C 2 B 5 D G**

Country

DX **37971 Kingsway**

Telephone **0203 036 7297**



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,
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 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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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6425885
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SHARE PLEDGE DATED 20
OCTOBER 2010 AND CREATED BY PHIGOLD MINING LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO CSS BRIDGE PARTNERS 2006 LP D20 SERIES
(ACTING THROUGH ITS OPERATOR, CHARGES STREET
SECURITIES LLP) 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 4 NOVEMBER 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5 NOVEMBER
2010



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES