

261299/13

In accordance with
Section 860 of the
Companies Act 2006

MG01

Particulars of a mortgage or charge

Oyez

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 Scottish company. To do this, please use form MG01s

TUESDAY



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23/08/2011

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COMPANIES HOUSE

1	Company details	3	For official use
Company number	0 6 7 1 8 6 2 3	Filing in this form Please complete in typescript or in bold black capitals All fields are mandatory unless specified or indicated by *	
Company name in full	NORTON MOTORCYCLES (UK) LIMITED		
2	Date of creation of charge		
Date of creation	01/08/2011		
3	Description		
Description	Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge' DEBENTURE		
4	Amount secured		
Amount secured	Please give us details of the amount secured by the mortgage or charge ALL MONIES, OBLIGATIONS AND LIABILITIES WHATSOEVER WHETHER FOR PRINCIPAL, INTEREST OR OTHERWISE WHICH MAY NOW OR ANY TIME IN THE FUTURE BE DUE, OWING OR INCURRED BY THE COMPANY TO SANTANDER UK PLC (REGISTERED NUMBER 2294747) AND ITS SUBSIDIARIES FOR THE TIME BEING ("GROUP") (OR ANY MEMBER OF THE GROUP ("GROUP MEMBER")) WHETHER PRESENT OR FUTURE, ACTUAL OR CONTINGENT AND WHETHER ALONE, SEVERALLY OR JOINTLY AS PRINCIPAL, GUARANTOR, SURETY OR OTHERWISE AND ALL THE COMPANY'S OTHER LIABILITIES WHATEVER TO THE GROUP (OR ANY GROUP MEMBER) INCLUDING (WITHOUT LIMITATION) INDEBTEDNESS ON ACCOUNT OF MONEY ADVANCED, BILLS OF EXCHANGE, PROMISSORY NOTES, OBLIGATIONS WITH RESPECT TO LETTERS OF CREDIT, GUARANTEES AND INDEMNITIES AND IN WHATEVER NAME OR STYLE AND WHETHER ON ANY CURRENT OR OTHER ACCOUNT, OR IN ANY OTHER MANNER WHATSOEVER, TOGETHER WITH INTEREST AND INCLUDING		
		Continuation page Please use a continuation page if you need to enter more details	

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Particulars of a mortgage or charge

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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	
Name	SANTANDER UK PLC AS SECURITY TRUSTEE FOR EACH GROUP MEMBER (DEFINED ABOVE)
Address	2 TRITON SQUARE, REGENT'S PLACE, LONDON
Postcode	N W 1 3 A N
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	
Short particulars	PLEASE REFER TO THE CONTINUATION SHEET ATTACHED.

Continuation page

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

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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

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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 870).

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 866). 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).

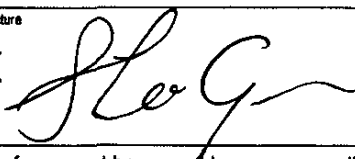
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Signature

Please sign the form here

Signature

Signature

X  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
Fiona Boxwell (Ref: 183226-00026)

Company name
Smith Partnership

Address
4th Floor

Celtic House

Heritage Gate

Post town
Friary Street

County/Region
Derby

Postcode
D E 1 1 L S

Country

DX
DX 11528 - DERBY 1

Telephone
01332 225225

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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Particulars of a mortgage or charge



4	Amount secured	Please give us details of the amount secured by the mortgage or charge
Amount secured	<p>(BUT WITHOUT LIMITATION) ALL EXPENSES AND SO THAT INTEREST SHALL BE CALCULATED AND COMPOUNDED ACCORDING TO THE USUAL MANNER OF THE RELEVANT GROUP MEMBER (AS WELL AFTER AS BEFORE JUDGEMENT).</p> <p>NOTE: THE DEBENTURE CONTAINS COVENANTS BY THE COMPANY THAT THE COMPANY WILL NOT (AMONGST OTHER THINGS), WITHOUT THE CONSENT OF THE MORTGAGEE, PERMIT OR CREATE ANY MORTGAGE, CHARGE, PLEDGE, LIEN (SAVE A LIEN ARISING BY OPERATION OF LAW IN THE ORDINARY COURSE OF BUSINESS), ASSIGNMENT, HYPOTHECATION, SECURITY INTEREST, PREFERENTIAL RIGHT OR TRUST ARRANGEMENT OR ANY OTHER ENCUMBRANCE, SECURITY AGREEMENT OR ARRANGEMENT OF ANY KIND OR ANY RIGHT CONFERRING PRIORITY OF PAYMENT ON THE PROPERTY, ASSETS AND UNDERTAKING AND RIGHTS CHARGED OR ASSIGNED UNDER THE DEBENTURE.</p>	

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Particulars of a mortgage or charge



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Mortgagee(s) or person(s) entitled to the charge

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

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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	<p>1 FIXED CHARGE</p> <p>THE COMPANY WITH FULL TITLE GUARANTEE, AS A CONTINUING SECURITY FOR THE PAYMENT OF ALL SECURED LIABILITIES, CHARGES IN FAVOUR OF THE BANK (AS SECURITY TRUSTEE FOR THE GROUP MEMBERS)</p> <p>1.1 BY WAY OF FIXED CHARGE BY WAY OF LEGAL MORTGAGE, ALL RIGHT, TITLE, ESTATE AND OTHER INTERESTS OF THE COMPANY IN EACH CHARGED PROPERTY REFERRED TO IN THE SCHEDULE, AND</p> <p>1.2 BY WAY OF FIXED CHARGE:</p> <p>1.2.1 ALL RIGHT, TITLE, ESTATE AND OTHER INTERESTS OF THE COMPANY IN EACH CHARGED PROPERTY NOT EFFECTIVELY MORTGAGED UNDER CLAUSE 1 1,</p> <p>1 2 2 THE BOOK DEBTS,</p> <p>1 2.3 ALL PRESENT AND FUTURE GOODWILL AND UNCALLED CAPITAL FOR THE TIME BEING OF THE COMPANY</p> <p>2. ASSIGNMENT</p> <p>THE COMPANY WITH FULL TITLE GUARANTEE, AS CONTINUING SECURITY FOR THE PAYMENT OF ALL SECURED LIABILITIES, CHARGES TO THE BANK (AS SECURITY TRUSTEE FOR THE GROUP MEMBERS) BY WAY OF FIRST PRIORITY ASSIGNMENT ALL OF ITS RIGHT, TITLE, ESTATE AND OTHER INTERESTS IN AND TO:</p> <p>2 1 THE RENTAL INCOME AND THE BENEFIT TO THE COMPANY OF ALL OTHER RIGHTS AND CLAIMS TO WHICH THE COMPANY IS NOW OR MAY IN THE FUTURE BECOME ENTITLED IN RELATION TO THE CHARGED PROPERTY INCLUDING (BUT NOT LIMITED TO) ALL RIGHTS AND CLAIMS OF THE COMPANY AGAINST ALL PERSONS WHO NOW ARE OR HAVE BEEN OR MAY BECOME LESSEES, SUB-LESSEES, LICENSEES OR OCCUPIERS OF ANY CHARGED PROPERTY AND ALL GUARANTORS AND SURETIES FOR THE OBLIGATIONS OF SUCH PERSONS;</p> <p>2 2 THE BENEFIT OF ALL GUARANTEES, WARRANTIES AND REPRESENTATIONS GIVEN OR MADE BY AND ANY RIGHTS OR REMEDIES AGAINST ALL OR ANY PROFESSIONAL ADVISORS NOW OR AT ANY TIME ENGAGED BY THE COMPANY IN RELATION TO ANY CHARGED PROPERTY AND THE MANUFACTURERS, SUPPLIERS OR INSTALLERS OF ALL PLANT, MACHINERY, FIXTURES, FITTINGS AND OTHER ITEMS NOW OR FROM TIME TO TIME IN THE BUILDINGS ERECTED OR TO BE ERECTED ON ANY CHARGED PROPERTY AND ANY OTHER PERSON, FIRM OR COMPANY NOW OR FROM TIME TO TIME UNDER CONTRACT WITH OR UNDER A DUTY TO THE COMPANY AND THE BENEFIT OF ALL SUMS RECOVERED IN ANY PROCEEDINGS AGAINST ALL OR ANY OF SUCH PERSONS; AND</p> <p>2 3 THE BENEFIT OF ALL PROPERTY AGREEMENTS, OR THE PROCEEDS OF ANY CLAIM, AWARD OR JUDGEMENT ARISING OUT OF ANY PROPERTY AGREEMENT AND ALL SUMS PAID OR PAYABLE TO THE COMPANY UNDER OR IN RESPECT OF ANY PROPERTY AGREEMENT;</p> <p>PROVIDED THAT NOTHING IN THIS CLAUSE 2 SHALL CONSTITUTE THE BANK AS A MORTGAGEE IN POSSESSION.</p> <p>3. FLOATING CHARGE</p> <p>THE COMPANY WITH FULL TITLE GUARANTEE AND AS A CONTINUING SECURITY FOR THE PAYMENT AND DISCHARGE OF THE SECURED LIABILITIES CHARGES IN FAVOUR OF THE BANK (AS SECURITY TRUSTEE FOR THE GROUP MEMBERS) BY WAY OF FLOATING CHARGE THE WHOLE OF THE COMPANY'S UNDERTAKING AND ALL OTHER PROPERTY, ASSETS AND RIGHTS OF THE COMPANY WHATSOEVER, WHEREVER SITUATE, WHETHER MOVABLE, IMMOVABLE, PRESENT OR FUTURE, WHICH ARE, FOR ANY REASON, NOT VALIDLY CHARGED OR ASSIGNED PURSUANT TO CLAUSES 1 AND 2 ABOVE</p>	



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6718623
CHARGE NO. 3**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 18 AUGUST
2011 AND CREATED BY NORTON MOTORCYCLES (UK)
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO SANTANDER UK PLC AS
SECURITY TRUSTEE FOR EACH GROUP MEMBER AND ITS
SUBSIDIARIES FOR THE TIME BEING (GROUP) (OR ANY
MEMBER OF THE GROUP) (GROUP MEMBER) 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 23 AUGUST
2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24 AUGUST 2011

D2



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES