

MG01

Particulars of a mortgage or charge

196236/65



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-
register particulars of a charge for a S
company. To do this, please use
form MG01s

TUESDAY



A04 23/08/2011 108
COMPANIES HOUSE

1 Company details		For official use <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> Filing in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless specified or indicated by *
Company number	0 6 7 7 1 9 2 8	
Company name in full	Clinigen Group Limited (the "Owner")	
2 Date of creation of charge		
Date of creation	d 1 d 9 m 0 m 8 y 2 y 0 y 1 y 1	
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	Debenture (the "Debenture")	
4 Amount secured		
Please give us details of the amount secured by the mortgage or charge		
Amount secured	4 The Owner will pay to the Bank on demand all the Owner's Obligations. The Owner's Obligations are all the Owner's liabilities to the Bank (present, future, actual or contingent and whether incurred alone or jointly with another) and include 4 1 interest at the rate charged by the Bank, calculated both before and after demand or judgment on a daily basis and compounded according to agreement, or, in the absence of agreement, quarterly on the days selected by the Bank, and 4 2 any expenses the Bank or a receiver incurs (on a full indemnity basis and with interest from the date of payment) in connection with 4 2 1 the Property, and 4 2 2 taking, perfecting, protecting, enforcing or exercising any power under the Debenture	
		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

Name	National Westminster Bank Plc (the "Bank")
Address	135 Bishopsgate
	London
Postcode	E C 2 M 3 U R
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

6 Charge
The Owner, as a continuing security for the payment on demand of the Owner's Obligations and with full title guarantee, gives to the Bank

6 1 a fixed charge over the following property of the Owner, owned now or in the future

6 1 1 all Land vested in or charged to the Owner, all fixtures and fittings attached to that Land and all rents receivable from any lease granted out of that Land,
6 1 2 all plant and machinery, including any associated warranties and maintenance contracts,
6 1 3 all the goodwill of the Owner's business,
6 1 4 any uncalled capital,
6 1 5 all stock, shares and other securities held by the Owner at any time in any Subsidiary and all income and rights relating to those stocks, shares and securities,
6 1 6 all intellectual property, licences, claims, insurance policies, proceeds of any insurance and any other legal rights, and
6 1 7 the benefit of any hedging arrangements, futures transactions or treasury instruments, and

6 2 a floating charge over all the other property, assets and rights of the Owner owned now or in the future which are not subject to an effective fixed charge under this deed or under any other security held by the Bank

7 Restrictions
The Owner will not, without the Bank's consent

7 1 permit or create any mortgage, standard security, charge or lien on the Property,
7 2 dispose of the Property charged by Clause 6 1,
7 3 dispose of the Property charged by Clause 6 2, other than in the ordinary course of business, or
7 4 call on, or accept payment of, any uncalled capital.

Please see attached continuation page

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

MG01 - continuation page

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6	Short particulars of all the property mortgaged or charged
Short particulars	<p data-bbox="336 405 1023 434">Please give the short particulars of the property mortgaged or charged</p> <p data-bbox="336 468 1457 528">"Controlled" means the ability to appoint or remove directors or exercise the majority of voting rights alone or with the agreement of others</p> <p data-bbox="336 533 1070 562">"Land" means any interest in heritable, freehold or leasehold land</p> <p data-bbox="336 566 1457 595">"Property" means the Property charged by Clause 6 and references to Property include any part of it</p> <p data-bbox="336 600 1457 660">"Subsidiary" means an entity Controlled, directly or indirectly, by the Owner or by a Subsidiary of the Owner</p>

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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 <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, 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 X Browne Jacobson LLP X This form must be signed by a person with an interest in the registration of the charge	

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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 Daniel Whebell

Company name Browne Jacobson LLP

Address Victoria Square House

Victoria Square

Post town Birmingham

County/Region West Midlands

Postcode B 2 4 B U

Country Great Britain

DX DX 727740 Birmingham 62

Telephone 0121 237 3944



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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6771928
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 19 AUGUST
2011 AND CREATED BY CLINIGEN GROUP LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY
ACCOUNT WHATSOEVER 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