

# M

CHFP025

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Please complete  
legibly, preferably  
in black type, or  
bold block lettering

\*insert full name  
of Company

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

A fee of £13 is payable to Companies House in respect  
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use

Company number

[ ] [ ] [ ] [ ] [ ] [ ]

6817403

Name of company

\* Relative Value Trading Limited (the "Company")

Date of creation of the charge

10 March 2009

Description of the instrument (if any) creating or evidencing the charge (note 2)

Charge on Cash Deposit Deed made between the Company and Barclays Bank PLC (the "Bank")  
dated 10 March 2009 (the "**Deed of Charge**")

Amount secured by the mortgage or charge

4  
+  
16  
All present and future obligations and liabilities of the Company (whether actual or contingent and  
whether owed jointly or severally or in any other capacity whatever) which are, or are expressed to be,  
or may become, due, owing or payable to the Bank under or in connection with the Collateral  
Management Agreement, together with all costs, charges and expenses incurred by the Bank which  
are, or are expressed to be, or may become due, owing or payable by the Company under or in  
connection with the Collateral Management Agreement (the "**Secured Liabilities**").

(Please see the Continuation Sheet for definitions of capitalised terms not otherwise defined on this  
form)

Names and addresses of the mortgagees or persons entitled to the charge

Barclays Bank PLC  
1 Churchill Place  
London

Postcode E14 5HP

Presentor's name address and  
reference (if any):

Slaughter and May  
One Bunhill Row  
London  
EC1Y 8YY

PLEASE RETURN VIA  
CH LONDON COUNTER

Ref: MJD/DMZB/RGSJ

Time critical reference

For official Use (02/00)  
Mortgage Section

Post room

MONDAY



LD2

"L8E1A8E4"

23/03/2009

COMPANIES HOUSE

60

Please see the Continuation Sheet.

Please do not  
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**Please complete  
legibly, preferably  
in black type, or  
bold block  
lettering**

Particulars as to commission allowance or discount (note 3)

Signed

*Slaughter and May*

Date 23 March 2009

On behalf of ~~XXXXXXXXXXXXXXXXXXXX~~ [chargee] †

*A fee is payable  
to Companies  
House in  
respect of each  
register entry  
for a mortgage  
or charge.  
(See Note 5)*

*† delete as  
appropriate*

## Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the Registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
  - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

**CONTINUATION SHEET TO FORM 395**

This continuation sheet is the "Continuation Sheet" which is referred to in, and forms part of, the Companies Form No. 395 filed in respect of Relative Value Trading Limited.

**SHORT PARTICULARS OF ALL THE PROPERTY MORTGAGED OR CHARGED**

**1. CHARGE**

As continuing security, but without prejudice to any other rights of the Bank under the Deed of Charge, for the full and punctual payment, performance and discharge of all Secured Liabilities, the Company, with full title guarantee and free from any other security interest, charges the Deposit by way of first fixed charge in favour of the Bank.

**2. TERMS**

Notwithstanding any provision of the Deposit Agreement, the Company shall not at any time be entitled to repayment of, and the Bank shall be under no obligation to repay the whole or any part of the Deposit from the Account, until all Secured Liabilities have been unconditionally and irrevocably paid or discharged in full.

**2.2 The Company shall:**

- (i) promptly (a) obtain, comply with and do all that is necessary to maintain in full force and effect and (b) supply certified copies to the Bank of, any authorisation required under any law of its jurisdiction of incorporation to enable it to create the Charge, and to enter into and perform its obligations, under the Deed of Charge and to ensure the legality, validity, enforceability or admissibility in evidence in its jurisdiction of incorporation of the Deed of Charge and the Charge;
- (ii) comply in all respects with all laws to which it may be subject, if failure so to comply would materially impair the Charge or its ability to perform its obligations under the Deed of Charge or would impose any liability or obligation on the Bank;
- (iii) not create or permit to subsist any security (other than the Charge) over the Deposit or the Account, without the prior written consent of the Bank; and
- (iv) not enter into a single transaction or a series of transactions (whether related or not) and whether voluntary or involuntary to sell, transfer, assign, lease, licence or otherwise dispose of any interest in any of the Deposit or the Account (otherwise than pursuant to the Deed of Charge).

**DEFINITIONS**

In this Companies Form No. 395:

**"Account"** means the interest-bearing USD account (number 83653566 designated "*Relative Value Trading Limited USD 2*") of the Company opened and maintained with the Bank in London, and includes any renewal or re-designation thereof;

**"Charge"** means all or any of the security created, or which may at any time be created, under or pursuant to the Deed of Charge;

**"Collateral Management Agreement"** means the collateral management agreement entered into between the Company and the Bank on 10 March 2009;

**"Deposit"** means all credit balances now or at any time in the future on the Account, all debts from time to time represented by such credit balances and all other rights of the Company accruing or arising in relation to the Account;

**"Deposit Agreement"** means the USD 25,000,000 deposit agreement entered into between the Company and the Bank on 10 March 2009.

CF090760306



**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

**Pursuant to section 401(2) of the Companies Act 1985**

**COMPANY NO. 6817403  
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A CHARGE ON CASH DEPOSIT DEED  
DATED 10 MARCH 2009 AND CREATED BY RELATIVE VALUE  
TRADING LIMITED FOR SECURING ALL MONIES DUE OR TO  
BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC  
ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE  
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING  
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1  
PART XII OF THE COMPANIES ACT 1985 ON THE 23 MARCH  
2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25 MARCH 2009

