

# MG01

## Particulars of a mortgage or charge

V008274/13



**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 a Scottish company. To do this please use form MG01s.

TUESDAY



\*AJMGZGS2\*

A03

19/01/2010

139

COMPANIES HOUSE

1

### Company details

Company number

7 0 6 6 5 6 2

Company name in full

TSM Capital Limited

→ **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 1 0 1 2 0 1 0

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'.

Membership Agreement between the Society incorporated by Lloyd's Act 1871 by the name of Lloyd's ('the Society') and the Company ('the Agreement')

4

### Amount secured

Amount secured

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

#### Continuation page

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

(a) A sum equal to the undischarged underwriting obligations incurred at any time by any Connected Company as an underwriting member of the Society and including any obligation to the Society and any undischarged obligation arising at any time under:

- (i) the bye laws, regulations, rules, directions or other requirements of the Society;
- (ii) any deed, contract, instrument or other arrangement of any kind approved by the Society;

but not including obligations arising in respect of any letter of credit, guarantee or other security given to secure the performance of any such underwriting obligation in favour of the person giving such guarantee or other security.

(b) interest pursuant to Clause 15.5 of the Agreement and accruing from day to day at the rate of two per cent. per annum or such other rate as the Council may from time to time prescribe above the base rate from time to time of such London Clearing Bank as the Society may select.

"Connected Company" means any company which at any relevant time is a member of the Society and which is controlled by a person who also controls the Company.

# 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 See definition on continuation page for short particulars of all the property mortgaged or charged

Address

Post code

Name

Address

Post code

### 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

Subject to any charge over, and assignment by the Company of, the future profits of its underwriting business at Lloyd's contained in any trust deed or other instrument to which the Company is, or becomes, a party pursuant to the requirements of the Council relating to the provision of funds at Lloyd's:-

- (a) The Company's right, title, interest and expectancy in and to the trust funds held at any time under any Premiums Trust Deed to which it is a party.
- (b) The amounts received, at any time after a failure by a Connected Company to discharge a Lloyd's obligation, by the Company out of the Premiums Trust Fund.

The Company shall not, without the Council's prior written consent, assign, charge or agree to assign or charge or otherwise restrict, encumber or dispose of any interest in the whole or any part of its Premiums Trust Fund in favour of any person other than the Society and shall not do or suffer to be done any act or thing which would cause any sum receivable by the Company out of its Premiums Trust Fund to be received by any other person.

### Continuation page

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

# 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

N/A

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

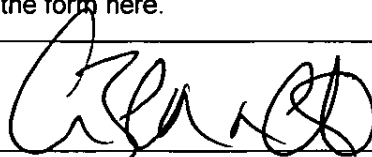
## Signature

Please sign the form here.

Signature

Signature

X



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 Stephanie Lockyer

Company name Corporation of Lloyd's

Address Fidentia House

Walter Burke Way

Post town Chatham

County/Region Kent

Postcode M E 4 4 R N

Country United Kingdom

DX

Telephone 01634 392877



### 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 (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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)**

**MG01 – continuation page**  
Particulars of a mortgage or charge

4

**Amount secured**

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

Amount secured

# MG01 – continuation page

Particulars of a mortgage or charge

5

## 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

Post code

Name

Address

Post code

Name

Address

Post code

Name

Address

Post code

Name

Address

Post code

Name

Address

Post code

Name

Address

Post code

## 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

#### Definition of mortgagee(s) or person(s) entitled to charge

The Society of One Lime Street, London EC3M 7HA and (subject always to the terms of any Trust Deed) the Beneficiaries and (subject always to the terms of any Trust Deed and of any Premiums Trust Deed), those to whom any losses, claims, returns of premium, reinsurance premiums, expenses, obligations and other "Permitted Trust Outgoings" set out in clause 3(a) of and paragraph 1 of Schedule 3 to the Premiums Trust Deed are payable or become or may become payable, those to whom any Connected Company is obliged to provide or keep fully funded any and every Overseas Business Regulatory Deposit and those entitled to or to benefit from or who may benefit from the New Central Fund of the Society.



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

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

**COMPANY NO. 7066562  
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A MEMBERSHIP AGREEMENT  
BETWEEN THE SOCIETY INCORPORATED BY LLOYD'S ACT  
1871 BY THE NAME OF LLOYD'S (THE SOCIETY) AND THE  
COMPANY (THE AGREEMENT) DATED 1 JANUARY 2010 AND  
CREATED BY TSM CAPITAL LIMITED FOR SECURING ALL  
SUMS DUE OR TO BECOME DUE 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 19 JANUARY  
2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22 JANUARY  
2010

*Selo.*



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES