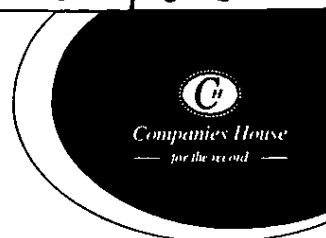


MG06

Particulars of a charge subject to which property has
been acquired

380625/26



A fee is payable with this form

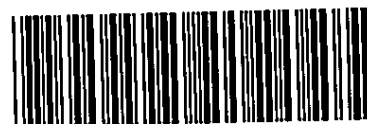
We will not accept this form unless you send the correct fee

Please see 'How to pay' on the last page

☒ **What this form is for**
You may use this form to register
particulars of a charge subject to
which property has been acquired

☐ **What this form is NOT for**
You cannot use this form if you
submitting particulars of a charge
subject to which property has
been acquired for a company registered
in Scotland. To do this, please
use form MG06s

THURSDAY



A2BFTURT

A15

27/06/2013

#26

COMPANIES HOUSE

For official use

2

1 Company details

Company number 0 8 5 6 1 4 1 4

Company name in full Topaz Bidco 2 Limited
("Chargor")

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 the instrument (if any) creating or evidencing the charge

Date of the instrument (if any) d 0 5 m 1 1 y 2 0 y 1 0

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

Description ① Fixed and Floating Security Document dated 5 November 2010 made
between (1) Atmosphere Bars and Clubs Limited ("Seller") and (2)
Atmosphere Topco Limited ("Lender")

① Please give a description of the
instrument, e.g. 'Trust Deed',
'Debenture', 'Mortgage', or 'Legal
charge', etc. as the case may be

4 Date of acquisition of the property which is subject to the charge

d 1 7 m 0 6 y 2 0 y 1 3

5 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

Amount secured All present and future moneys, debts and liabilities due, owing or incurred by the Chargor to the
Lender

MG06

Particulars of a charge subject to which property has been acquired

6 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

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

Name Atmosphere Topco Limited

Address 1 City Square

Leeds, West Yorkshire

Postcode L S 1 2 A L

Name

Address

Postcode

Name

Address

Postcode

7 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

All the property, undertakings, rights and assets used in connection with the business sold by the Seller to the Chargor pursuant to a business sale agreement made between, amongst others, (1) the Seller and (2) the Chargor dated 17 June 2013 ("Agreement") comprising (as more particularly described and defined in the Agreement)

- (1) the Business Intellectual Property,
- (2) the Customer List and the Database,
- (3) the Debts,
- (4) the Equipment,
- (5) the Goodwill,
- (6) the Information Technology,
- (7) the Properties,
- (8) the Leasehold Improvements, and
- (9) the Stock

MG06

Particulars of a charge subject to which property has been acquired

8

Delivery of instrument

A verified copy of the instrument must be delivered to the Registrar of Companies, with these particulars correctly completed, within 21 days after the date of completion of the acquisition of the property which is subject to the charge

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. 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)

9

Signature

Please sign the form here

Signature

Signature

X *DVA Rpn UK LLP* X

This form must be signed by a person with an interest in the registration of the charge

MG06

Particulars of a charge subject to which property has been acquired

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 **Mike Ford**

Company name **DLA Piper UK LLP**

Address **Princes Exchange**

Princes Square

Post town **Leeds**

County/Region **West Yorkshire**

Postcode

L	S	1		4	B	Y
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Country

DX

Telephone **0113 369 2661**

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 a certified copy of the deed (if any) with this form
- ☐ You have entered the date the charge was created
- ☐ You have supplied the description of the instrument (if any)
- ☐ You have given the date of acquisition
- ☐ You have given details of the amount secured by the mortgagee or chargee
- ☐ You have given details of the 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



FILE COPY

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

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

COMPANY NO. 8561414

CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A FIXED AND FLOATING SECURITY
DOCUMENT FOR ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY FORMERLY KNOWN AS TOPAZ BIDCO 2
LIMITED TO ATMOSPHERE TOPCO LIMITED SECURED ON THE
PROPERTY ACQUIRED BY CHICAGO LEISURE MK LIMITED ON
THE 17 JUNE 2013 WAS REGISTERED PURSUANT TO CHAPTER
1 PART 25 OF THE COMPANIES ACT 2006 ON THE 27 JUNE 2013

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28 JUNE 2013

2.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES