

OS MG01

Particulars of a mortgage or charge by an overseas company



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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
by an overseas company

X What this form is NOT for

You cannot use this form for
overseas company which is
registered at Companies House

TUESDAY



LQ0061Q1

LD2

30/03/2010

340

COMPANIES HOUSE

Please return
via
CH London Counter

1 Overseas company details

Company number F C 0 2 8 8 9 7

Company name in full easyJet Leasing Limited (the **Borrower**)

→ 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 ^d2 ^d9 ^m0 ^m3 ^y2 ^y0 ^y1 ^y0

3 Description

Please give a description of the instrument (if any) creating or evidencing the
charge e.g. 'Standard security', 'Floating charge' etc

Description Aircraft Mortgage dated 29 March 2010 between the Borrower and the Security Trustee in
respect of the Aircraft (the **Mortgage**)

4 Amount secured

Please give us details of the amount secured by the charge

Amount secured Any and all moneys liabilities and obligations (whether actual or
contingent, whether existing on 29 March 2010 or thereafter
arising, whether or not for the payment of money and including,
without limitation, any obligation or liability to pay damages) from
time to time owing to the Secured Parties or any of them by the
Relevant easyJet Parties pursuant to the Relevant Transaction
Documents (the **Secured Obligations**)

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

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

Natixis

Address

30, avenue Pierre Mendes-France, Paris France

Postcode

7 5 0 1 3

Name

Address

Postcode

6

Short particulars of all the property charged

Please give the short particulars of the property charged

Continuation page

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

Short particulars

See the MG01 Continuation Sheet attached

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Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision¹

N/A

¹In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge, and/or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it

8

Particulars as to commission allowance or discount

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

Nil

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Delivery of instrument

A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge

In the case of a charge created outside the United Kingdom (UK), comprising property situated outside the UK, within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the UK

Certified copies of any other documents relevant to the charge should also be delivered

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Signature

Please sign the form here

Signature

Signature

X Denton Wilde Sapte 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 Jack Cowley/73917 00000

Company name Denton Wilde Sapte LLP

Address One Fleet Place

Post town London

County/Region Greater London

Postcode E C 4 M 7 W S

Country England

DX DX 242

Telephone 0207 246 7093



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
- ☐ You have given details of the amount secured by the 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 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 charge.

Make cheques or postal orders payable to 'Companies House'.



Where to send

You may return this form to any Companies House address:

England and Wales

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

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)

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 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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6	Short particulars of all the property charged	
	Please give the short particulars of the property charged	
Short particulars	<p>As security for the full and punctual payment, performance and discharge by the Borrower to the Secured Parties of the Secured Obligations, the Borrower, with full title guarantee, assigned and mortgaged and agreed to assign and mortgage absolutely by way of security to the Security Trustee (for the benefit of the Secured Parties) all of the Borrower's rights, title and interest, present, on 29 March 2010 and future in and to the Aircraft</p> <p>Negative Pledge</p> <p>The Borrower covenanted in favour and for the benefit of the Secured Parties that at all times, the Borrower would not knowingly do any act or thing which might jeopardise the rights of the Security Trustee or any other Secured Party in the Aircraft or any Part thereof</p> <p>Definitions</p> <p>In this form 395</p> <p>Affiliate means an entity from time to time of which another owns at least 30% of the voting share capital</p> <p>Aircraft means the Airbus A319 aircraft, bearing manufacturer's serial number 4132 and United Kingdom registration mark G-EZFT, with two CFM-56-5B5/3 engines with serial numbers 699669 and 699692 together with all Parts and Aircraft Documents</p> <p>Aircraft Documents means the documents, data and records delivered with the Aircraft on the Delivery Date, and any other documents and records required in connection with the Borrower's obligations under paragraph 2 7 of Schedule 7 of the Facility Agreement, and all additions, renewals, revisions and replacements from time to time made to any of the foregoing in accordance with the Facility Agreement</p> <p>Aircraft Mortgage Security means in relation to the Aircraft</p> <p>(a) for so long as the Aircraft is registered in the United Kingdom, the Mortgage, or</p> <p>(b) if at any time, in accordance with the provisions of the Facility Agreement, the State of Registration of the Aircraft is other than the United Kingdom, such aircraft mortgage as the Security Trustee may reasonably require (which may, in addition, include a Complementary English Law Mortgage)</p> <p>Banks has the meaning given to it in the Facility Agreement</p> <p>Complementary English Law Mortgage has the meaning given to it in the Facility Agreement</p> <p>Delivery Date means 21 December 2009</p> <p>easyJet Airline means easyJet Airline Company Limited, a company incorporated in England and Wales with company number 03034606 and whose registered office is at Hangar 89, London Luton Airport, Bedfordshire, LU2 9PF</p> <p>easyJet Lessee means</p> <p>(a) easyJet Airline, and</p>	

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6	Short particulars of all the property charged	
	Please give the short particulars of the property charged	
Short particulars	<p>(b) any Subsidiary or Affiliate of the Guarantor controlled and managed by the Guarantor and which is a party to a Lease as lessee in respect of the Aircraft from time to time</p> <p>easyJet Party means, collectively, the Guarantor, the Borrowers (as defined in the Facility Agreement) and easyJet Airline</p> <p>Engine has the meaning given to it in the Facility Agreement</p> <p>Facility Agent means Natixis</p> <p>Facility Agreement means the facility agreement dated 21 December 2007 and made between, inter alios, the Guarantor, the Banks, the Facility Agent and the Security Trustee</p> <p>Guarantor means easyJet plc, a company incorporated in England and Wales with registered number 03959649 and whose registered office is at Hangar 89, London Luton Airport, Luton Bedfordshire, LU2 9PF</p> <p>Lease has the meaning given to it in the Facility Agreement</p> <p>Lessee means</p> <p>(a) any easyJet Lessee, and</p> <p>(b) any other airline to which the Aircraft is subleased under a Lease pursuant to and in accordance with paragraph 2 13 3 of Schedule 7 of the Facility Agreement</p> <p>Parts means, whether or not installed on the Aircraft</p> <p>(a) any component, furnishing or equipment (other than a complete Engine) furnished with the Aircraft on the Delivery Date, and</p> <p>(b) any other component, furnishing or equipment (other than a complete Engine), with effect from the time when title thereto has passed to the relevant Borrower (as defined in the Facility Agreement), as contemplated by paragraph 2 9 2 of Schedule 7 of the Facility Agreement,</p> <p>but excludes any such items which should no longer be subject to the relevant Aircraft Mortgage Security contemplated by paragraph 2 9 5 of Schedule 7 of the Facility Agreement</p> <p>Relevant easyJet Parties means, with respect to an Aircraft (as defined in the Facility Agreement), collectively</p> <p>(a) the relevant Borrower (as defined in the Facility Agreement),</p> <p>(b) the Guarantor,</p> <p>(c) any easyJet Lessee of such Aircraft, and</p> <p>(d) any Lessee of such Aircraft (if such Lessee is an Affiliate of an easyJet Party),</p> <p>and Relevant easyJet Party means any of them</p>	

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6	Short particulars of all the property charged	
	Please give the short particulars of the property charged	
Short particulars	<p>Relevant Transaction Documents means the Transaction Documents (other than any Leases or the items referred to in (h) and (i) of the definition of Transaction Documents to the extent relating to any Leases)</p> <p>Secured Parties means, collectively, the Banks, the Facility Agent and the Security Trustee and Secured Party means any of them</p> <p>State of Registration has the meaning given to it in the Facility Agreement</p> <p>Subsidiary means a subsidiary within the meaning of section 736 of the Companies Act 1985</p> <p>Transaction Documents means</p> <ul style="list-style-type: none"> (a) the Facility Agreement, (b) any Lease, (c) any Subordination Letter (as defined in the Facility Agreement), (d) the Fees Letter (as defined in the Facility Agreement), (e) each Eurocontrol Letter (as defined in the Facility Agreement), (f) each Accession Deed (as defined in the Facility Agreement), (g) the Security Documents (as defined in the Facility Agreement), (h) any other document, instrument or memorandum annexed to any of the documents referred to in (a) to (g) above, (i) any notice or acknowledgement required pursuant to any of the documents referred to in (a) to (g) above, and (j) any other document relating to an Aircraft which is designated as a "Transaction Document" by a Borrower (as defined in the Facility Agreement) and the Facility Agent 	



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to regulation 10 of The Overseas Companies (Execution of Documents and Registration of Charges) Regulations 2009

COMPANY NO. FC28897
CHARGE NO. 18

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN AIRCRAFT MORTGAGE DATED
29 MARCH 2010 AND CREATED BY EASY JET LEASING
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE RELEVANT EASYJET PARTIES TO THE
SECURED PARTIES OR ANY OF THEM ON ANY ACCOUNT
WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED
INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS
REGISTERED PURSUANT TO THE OVERSEAS COMPANIES
(EXECUTION OF DOCUMENTS AND REGISTRATION OF
CHARGES) REGULATIONS 2009 ON THE 30 MARCH 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1 APRIL 2010



Companies House
— for the record —

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THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES