

MG01s

Particulars of a charge created by a company registered in Scotland



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 created by a
Scottish company.



What this form is NOT for

You cannot use this form to re-
gister particulars of a mortgage or charge
created by a company in England
and Wales or Northern Ireland
this, please use form MG01.

WEDNESDAY



SSEE7WKZ

SCT 10/08/2011 282

COMPANIES HOUSE

SCT 04/08/2011 199

COMPANIES HOUSE

1

Company details

Company number

S C 0 0 7 1 7 3

Company name in full

Christian Salvesen Limited (the "Company")

For official use

4

→ 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

25 07 2011

3

Description

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

Description

Sixty-first supplemental trust deed ("Sixty-first Supplemental Trust
Deed").

4

Amount secured

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

Amount secured

The principal of and interest on the Original
Stock, the New Stock and all other monies payable
or to become payable under or pursuant to or
secured or intended to be secured by these
presents.

Continuation page

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

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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.

Continuation page

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

Name Law Debenture Trustees Limited or such other trustee(see below)

Address Fifth Floor, 100 Wood Street

London

Postcode E C 2 V 7 E X

Name or trustees for the time being of these presents ("Trustee").

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

1. The Company creates a first legal mortgage over the ND Portfolio together with all buildings and erections and fixtures (including trade fixtures) and fittings and fixed plant and machinery for the time being thereon belonging to it and all improvements and additions thereto subject to and with the benefit of all the existing leases, underleases, tenancies, agreements for lease, rights, covenants and conditions affecting the same but otherwise free from encumbrances.
 2. The Company creates a first ranking floating charge over its undertaking and all its property, assets and rights, present and future, wheresoever situated (including any uncalled capital).
 3. The Sixty-first Supplemental Trust Deed contains an undertaking by the Company that, without the consent of the Trustee, no security interest of any kind will exist over any of its present or future assets except for certain limited permitted security interests described in the Principal Deed.
- As used herein, the following terms shall have the following meanings:
- "Further Stock" means any further first mortgage debenture stock which may be created and issued by C.G.I.S. Group Limited pursuant to the Principal Deed or, as the case may be, the amount thereof for the time being issued and outstanding;
- "ND Portfolio" means:
- (a) Land and buildings on the North West side of West Marsh Road, Spalding registered at the Land Registry under Freehold Title Number LL209864;
 - (b) Land and buildings on the South East side of Springfield Lane, Rowley Regis registered at the Land Registry under Freehold Title Number WM385633 and land and buildings on the North West side of Doulton Road, Rowley Regis registered at the Land Registry under Freehold Title Numbers WM188961 and WM572705;
- (continued at Addendum 1/1)

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Short particulars of all the property charged

Please give the short particulars of the property charged.

Short particulars

Addendum 1/1

(c) Land at Ladysmith Road, Grimsby registered at the Land Registry under Freehold Title Number HS253342 and Salvesen Logistics, Ladysmith Road, Grimsby DN32 9SL registered at the Land Registry under Freehold Title Number HS37739;

(d) Land and buildings on the West side of the B1273, Middleton St George, Darlington registered at the Land Registry under Freehold Title Numbers DU188976 and DU188648 and land and buildings lying to the south of Yarm Road, Middleton St George, Darlington, registered at the Land Registry under Freehold Title Number DU172871;

(e) Land and buildings on the South side of Downmill Road, Bracknell registered at the Land Registry under Freehold Title Number BK191745;

(f) 8 Leacroft Road Birchwood Warrington WA3 6PJ registered at the Land Registry under Freehold Title Number CH287550; and

(g) Land and buildings on the North West side of Lodge Way, Lodge Way Industrial Estate, Northampton NN5 7TU registered at the Land Registry under Freehold Title Number NN67259, land on the South West side of Lodge Way, Lodge Way Industrial Estate, Northampton NN5 registered at the Land Registry under Freehold Title Number NN149307 and land on the North East side of Barn Way, Lodge Farm Industrial Estate, Duston, Northampton NN5 7TU registered at the Land Registry under Freehold Title Number NN137121 (also known as Mandal House).

"New Stock" means the £45,999,570 9 5/8 per cent First Mortgage Debenture Stock 2019 of C.G.I.S. Group Limited created by resolution of its board of directors passed on 1 September 1994 or, as the case may be, the amount thereof for the time being issued and outstanding;

"Original Stock" means the £100,000,000 9 5/8 per cent First Mortgage Debenture 2019 of C.G.I.S. Group Limited created by resolution of its board of directors passed on 1 September 1994 or, as the case may be, the amount thereof for the time being issued and outstanding;

"Principal Deed" means a trust deed dated 14 September 1994 made between C.G.I.S. Group Limited (then known as Burford Group plc), Burford Acquisitions Limited, Burford (1994) Limited and the Trustee (then known as L.D.C. Trustees Limited; and

"these presents" means the Principal Deed and the schedules thereto, any deed expressed to be supplemental thereto and the schedules (if any) thereto (including any deed constituting or securing any Further Stock) and any other deed or instrument conferring rights on the Trustee or to which it may be a party executed or entered into pursuant to the Principal Deed or any deed supplemental thereto.

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7 Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision ①

The Sixty-first Supplemental Trust Deed contains an undertaking by the Company that, without the consent of the Trustee, no security interest of any kind will exist over any of its present or future assets except for certain limited permitted security interests described in the Principal Deed.

- ① In 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.

Continuation page

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

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8**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

Nil

9**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 out of 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.

10**Signature ②**

Please sign the form here.

Signature

Signature

X Norton Rose LLP

X

② Signature

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 Clive Weston/SFUL/LN44318

Company name Norton Rose LLP (Collect
London Counters)

Address

Post town

County/Region

Postcode

Country

DX

Telephone +44 (0)207 444 3134



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 mortgage(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, 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 CHARGE**

COMPANY NO. 7173

CHARGE NO. 4

I HEREBY CERTIFY THAT A CHARGE CREATED BY CHRISTIAN
SALVESEN LIMITED

ON 25 JULY 2011

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF LAW DEBENTURE TRUSTEES LIMITED

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 10 AUGUST 2011

GIVEN AT COMPANIES HOUSE, EDINBURGH 11 AUGUST 2011



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES