

# MG02

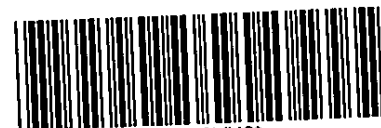
## Statement of satisfaction in full or in part of mortgage or charge



☒ **What this form is for**  
You may use this form to register a  
statement of satisfaction in full or in  
part of a mortgage or charge

☒ **What this form is NOT for**  
You cannot use this form to register  
a statement of satisfaction in  
or in part of a fixed charge for  
company registered in Scotland.  
If you do this, please use form MG0.

FRIDAY



A07 16/03/2012 #359  
COMPANIES HOUSE

### 1 Company details

Company number 0 3 4 0 6 0 4 7

Company name in full Dishman Europe Limited

8 For official use

**Filing in this form**  
Please complete in typescript or in  
bold black capitals

All fields are mandatory unless  
specified or indicated by \*

### 2 Creation of charge

Date charge created 2 9 0 5 2 0 0 8

Description 1 A deed of pledge over shares dated 29th May 2008 (the "Share  
pledge") Made between ABN AMRO Bank and Dishman Netherlands

Date of registration 2 0 5 0 8 2 0 0 8

1 You should give a description of  
the instrument (if any) creating or  
evidencing the charge,  
e.g. 'Legal charge'

2 The date of registration may be  
confirmed from the certificate

### 3 Name and address of chargee(s), or trustee(s) for the debenture holders

Please give the name and address of the chargee(s), or trustee(s) for the  
debenture holders

Name ABN AMRO BANK, NV,

Address 1 Raffles Quay, #26-10

Singapore

Postcode 0 4 8 5 8 3

Name

Address

Postcode

Name

Address

Postcode

#### Continuation page

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

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MG02

Statement of satisfaction in full or in part of mortgage or charge

**4 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

See Attached description

1) The Share Pledge grants and grants in advance a first right of pledge over each of the Companies rights in each of

a) the 5,000 shares in the capital of Dishman Netherlands, with a nominal value of forty five euro and thirty eight euro cent each, numbered 1 up to and including 5,000, acquired by the Company Pursuant to a transfer of shares (numbered 1 up to and including 2,000) executed before Mr FNW Dessing Dutch Civil Notary in the Hague, the Netherlands and issuance of shares (2,001 up to and including 5,000) executed before Roelf Bonno van der Horst, Dutch Civil Notary in Hendrik-Ido-Ambacht, the Netherlands (the "Present Shares")

b) all shares in the capital of Dishman Netherlands that are in any way acquired by the Company after the date of the Share Pledge ( the "Future Shares", and collectively with the Present Shares, the "Shares") and,

c) the Companies existing and future rights and claims as a shareholder of Dishman Netherlands, including but not limited to

I) dividends related to all or part of the Shares, either payable in cash or otherwise,

II) distributions from reserves, repayment of Capital or other distributions from Dishman Nederland's equity, and

III) pre-emption rights and rights to subscribe for or otherwise acquire shares in the capital of Dishman Netherlands (including bonus shares and subscription rights connected to the Shares)

In each case to the extent that these are capable of being pledged under Dutch Law ( the "Share

**5 Satisfaction of the debt**

I confirm that the debt for which the charge described above was given has been paid or satisfied ①

- ☒ In full  
☐ In part

① Please tick one box only

**6 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

15/03/2012

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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. The contact information you give will be visible to searchers of the public record

Contact name Lizanne Muller

Company name Dishman Europe Limited

Address Suite 4

85 New Cavendish Street

Post town London

County/Region

Postcode W 1 W 6 X D

Country

DX

Telephone 02073230608



## 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 completed the charge details in Section 2
- ☐ You have completed the name and address of the chargee, or trustee for the debenture holders
- ☐ You have completed the short particulars of the property mortgaged or charged
- ☐ You have confirmed whether the charge is to be satisfied in full or in part
- ☐ You have signed the form



## Important information

Please note that all information on this form will appear on the public record



## 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](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)

**Form MG02**

**Short Particulars of all the property mortgaged or charged**

1) The Share Pledge grants and grants in advance a first right of pledge over each of the Companies rights in each of

a) the 5,000 shares in the capital of Dishman Netherlands, with a nominal value of forty five euro and thirty eight euro cent each, numbered 1 up to and including 5,000, acquired by the Company Pursuant to a transfer of shares (numbered 1 up to and including 2,000) executed before Mr FNW Dessing Dutch Civil Notary in the Hague, the Netherlands and issuance of shares (2,001 up to and including 5,000) executed before Roelf Bonno van der Horst, Dutch Civil Notary in Hendrik-Ido-Ambacht, the Netherlands (the "Present Shares")

b) all shares in the capital of Dishman Netherlands that are in any way acquired by the Company after the date of the Share Pledge ( the "Future Shares", and collectively with the Present Shares, the "Shares") and,

c) the Companies exercising and future rights and claims as a shareholder of Dishman Netherlands, including but not limited to

i) dividends related to all or part of the Shares, either payable in cash or otherwise,

ii) distributions from reserves, repayment of Capital or other distributions from Dishman Netherlands's equity, and

iii) pre-emption rights and rights to subscribe for or otherwise acquire shares in the capital of Dishman Netherlands (including bonus shares and subscription rights connected to the Shares)

In each case to the extent that these are capable of being pledged under Dutch Law ( the "Share Collateral")

2) It contains an undertaking by the Company that other than as permitted under the facility Agreement, the Company shall not, without the Pledgee's prior written consent which shall not be unreasonably delayed or withheld, transfer or otherwise dispose of the Share collateral or make it subject to Encumbrances, either in whole or in part, provided that the Company may transfer the Share Collateral to Dishman FZE, a company formed as a Free Zone Establishment with limited liability pursuant to Law No 9 of 1992 ( Law number nine(9) of nineteen hundred and ninety-two (1992)) by H H Shaikh Maktoum Bin Rahid Al Maktoum, Ruler of Dubai and Implementing Regulations issued thereunder by the Jebel Ali Free Zone Authority, Dubai, UAE subject to the right of pledge created by the Share Pledge and the same terms and conditions of the Share Pledge

3) For the purpose of this form, each of the defined terms used above has the following definition

"Encumbrances" means any Security, including any right in rem and in any seizure or attachment

"Finance Documents" means

- a) The Facility Agreement
- b) Any Fee Letter (as defined in the Facility Agreement)



- c) Each Security Document( as defined in the Facility Agreement), and
- d) Any other document designated as such by the Agent and Dishman Netherlands

"Finance Party" means the Agent, the Arranger, a Lender or the Security Agent, and

"Security" means a mortgage, charge, pledge, lien or other security interest securing any obligation of any other person or any other agreement or arrangement having a similar effect

A handwritten signature in black ink, appearing to be 'J. H. L.' or similar, written in a cursive style.

15/03/2012

Signed

Norton Rose LLP

Date

3 June 2008

Please do not write  
in this margin

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

On behalf of mortgagee/chargee

### 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.



15/03/2012 .