000036-13

In accordance with Sections 859A and 859J of the Companies Act 2006

## MR01 Particulars of a charge



1		_
	What this form is for You may use this form to register a charge created or evidenced by an instrument  What this form is NO You may not use this for register a charge wher instrument Use form N  This form must be delivered to the Registrar for registration  A38	se (
	delivered outside of the 21 days it will be rejected unless it is accommodified to a court order extending the time for delivery	08/08/2013 #294 :OMPANIES HOUSE
	You must enclose a certified copy of the instrument with this form. This will be scanned and placed on the public record	
	Company details	For official ose
Company number	0 4 5 4 2 7 6 9	Filling in this form Please complete in typescript or it bold black capitals
Joinparty Hame in Tun	Glencore Energy UK Ltd	All fields are mandatory unless specified or indicated by *
2	Charge creation date	
Charge creation date	05 7013	
3	Names of persons, security agents or trustees entitled to the of Please show the names of each of the persons, security agents or trustees	harge
Name	entitled to the charge  Societe Generale (as Security Agent) 189, Rue d'Aubervilliers	
valine	Pans CEDEX 19 France 75886	
Name		
Name		
Name		
r		
•	If there are more than four names, please supply any four of these names then tick the statement below	,
	I confirm that there are more than four persons, security agents or trustees entitled to the charge	

9	MR01	
المالية	Particulars of a charge	, AP
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4	Description	
,	Please give a short description of any land (including buildings), ship, aircraft or intellectual property registered (or required to be registered) in the UK which is subject to this fixed charge or fixed security	Continuation page Please use a continuation page if you need to enter more details
Description	Under the designation Notice, the chargor (to the extent it has not already done so) with full title guarantee assigns absolutely all its present and future right, title and interest in and to the contracts and documents identified as 'New' in the column headed 'Assigned Contract (Existing/New/Non-Recourse)' in Appendix A to the designation Notice, including all moneys payable to the Chargor, and any claims, awards and judgements in favour of receivable or received by the chargor, under or in connection with pursuant to such contracts or documents	
- s	'Finance Documents' means the facility Agreement, the parent company guarantee, each fee letter, each Security Document, each utilisation request, and each borrowing base report	
, S <sup>-</sup> ,	'Security Document' means inter alia, the Security Agreement sated 25 February 2011, the AR Pledge Agreement dated 25 february 20011 and any Designation Notice	. ~ .
		,
5	Fixed charge or fixed security	
	Does the instrument include a fixed charge or fixed security over any tangible or intangible (or in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box	,
-	∠ Yes     No	
6	Floating charge	
ç	Is the instrument expressed to contain a floating charge? Please tick the appropriate box  Yes Continue	
/ ·	No Go to Section 7	
	Is the floating charge expressed to cover all the property and undertaking of the company?	
	☐ Yes	
7	Negative Pledge	
	Do any of the terms of the charge prohibit or restrict the chargor from creating any further security that will rank equally with or ahead of the charge? Please tick the appropriate box	
	Yes	•
	⊠ No	

,	MR01 Particulars of a charge	
) <del>-</del>		
8	Trustee statement <sup>©</sup>	
-	You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge	This statement may be filed after the registration of the charge (use form MR06)
9	Signature	
	Please sign the form here	
Signature	Signature X	žn ,
	This form must be signed by a person with an interest in the charge	
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## Presenter information We will send the certificate to the address entered below. All details given here will be available on the public record. You do not have to show any details here but, if none are given, we will send the certificate to the company's Registered Office address Contact name Glencore Energy UK Ltd 50 Berkeley Street London County/Region Postcode סו UK DX 0207 412

#### 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 instrument with this form
- You have entered the date on which the charge was created
- You have shown the names of persons entitled to the charge
- ☐ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- You have given a description in Section 4, if appropriate
- You have signed the form
- You have enclosed the correct fee
- Please do not send the original instrument, it must be a certified copy

#### 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 filed on paper

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

#### 7. 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



# CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 4542769

Charge code: 0454 2769 0158

The Registrar of Companies for England and Wales hereby certifies that a charge dated 7th August 2013 and created by GLENCORE ENERGY UK LTD was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 8th August 2013.

2

Given at Companies House, Cardiff on 9th August 2013







#### FORM OF DESIGNATION NOTICE

To Societe Generale, Paris 189, rue d'Aubervilliers 75886 Paris, CEDEX 19

France

Attention Rostislava Ninova (rostislava ninova@sqcib com )

Claire Jouanneau (claire jouanneau@sgib com )

Facsimile +33 1 5898 2170 Telephone +33 1 5898 3443 (the "Security Agent")

7th August 2013

- Glencore Energy UK Ltd (the "Chargor") hereby gives notice under Clause 5.2 (Designation Notice) of the Security Agreement dated 25<sup>th</sup> February 2011 (the "Security Agreement") and Additional Security Agreement dated 14<sup>th</sup> August 2012 (the "Additional Security Agreement") between the Chargor and the Security Agent
- In this notice, unless a contrary indication appears, terms used in the Security Agreement and the Additional Security Agreement have the same meaning and construction
- The Chargor, with full title guarantee, hereby assigns absolutely to the Security Agent (as security for the payment of all Liabilities) all its present and future right, title and interest in and to the contracts and documents identified as "New" in the column headed "Assigned Contract (Existing/New/Non-Recourse)" in the Borrowing Base Report attached at Appendix A to this Designation Notice, provided that any assignment of contracts or documents effected in accordance with this paragraph shall only be to the extent that such contracts or documents have not already been assigned by the Chargor pursuant to Clause 5.1 (Assignment of Contracts) of the Security Agreement and the Additional Security Agreement and or by a Designation Notice delivered pursuant to Clause 5.2 (Designation Notice) of the Security Agreement and Additional Security Agreement
- The Chargor hereby confirms that no Event of Default in respect of clauses 22.7 (Insolvency and rescheduling), 22.8 (Winding-up), 22.9 (Execution or distress) and 22.10 (Analogous events) of the Amended and Restated Facility Agreement has occurred and is continuing as at the date of this Designation Notice

Signed by

For and on behalf of

GLENCORE ENERGY UK LTD

Name Karen Davis

Title Authorised Signature

I certify that this is a use and complete copy

Date: 7/6/2013

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