

MR04

Statement of satisfaction in full or in part of a charge



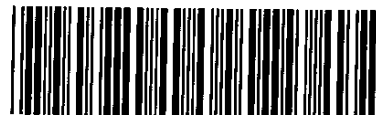
Companies House

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **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
against a company.

☐ **What this form is for**
You may not use this form to
register a statement of satisfaction
in full or in part of a mortgage or
charge against a company.
LL MR04.

FRIDAY



LD5 *L7WU40Q* 11/01/2019 #96
COMPANIES HOUSE

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.uk

1 Company details

Company number 0 4 6 6 1 5 7 5
Company name in full CELSA STEEL (UK) LIMITED (the "Chargor")

6
→ **Filing in this form**
Please complete in typescript or in
bold black capitals.
All fields are mandatory unless
specified or indicated by *

2 Charge creation

When was the charge created?
→ Before 06/04/2013. Complete **Part A and Part C**
→ On or after 06/04/2013. Complete **Part B and Part C**

Part A Charges created before 06/04/2013

A1 Charge creation date

Please give the date of creation of the charge.

Charge creation date 0 4 0 9 2 0 0 9

A2 Charge number

Please give the charge number. This can be found on the certificate.

Charge number* 6

A3 Description of instrument (if any)

Please give a description of the instrument (if any) by which the charge is
created or evidenced.

Instrument description Charge over receivables accounts supplemental to the Debentures
dated 18 February 2003 and 16 April 2004 between the Chargor (1)
and Bank of America N.A. in its capacity as security trustee (the
"Security Trustee") (2) (the "Charge").

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

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A4

Short particulars of the property or undertaking charged

Please give the short particulars of the property or undertaking charged.

Short particulars

See attached continuation sheets from the original Form M395.

Continuation page

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

Part B

Charges created on or after 06/04/2013

B1

Charge code

Please give the charge code. This can be found on the certificate.

Charge code ¹

- -

¹ Charge code

This is the unique reference code allocated by the registrar.

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Part C To be completed for all charges**C1****Satisfaction**

I confirm that the debt for the charge as described has been paid or satisfied.
Please tick the appropriate box.

☒ In full☐ In part**C2****Details of the person delivering this statement and their interest in the charge**

Please give the name of the person delivering this statement

Name

Cleary Gottlieb Steen & Hamilton LLP

Please give the address of the person delivering this statement

Building name/number

2

Street

London Wall Place

Post town

London

County/Region

Greater London

Postcode

E C 2 Y 5 A U

Please give the person's interest in the charge (e.g. chargor/chargee etc).

Person's interest in the charge

Solicitor on behalf of the Chargor

C3**Signature**

Please sign the form here.

Signature

Signature

X Cleary Gottlieb Steen & Hamilton LLP X

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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 Paola Stratta

Company name Cleary Gottlieb Steen & Hamilton LLP

Address 2 London Wall Place

Post town London

County/Region Greater London

Postcode E C 2 Y 5 A U

Country England

DX

Telephone 020 7614 2225

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.

Part A Charges created before 06/04/2013

- ☐ You have given the charge date.
- ☐ You have given the charge number (if appropriate)
- ☐ You have completed the Description of instrument and Short particulars in Sections A3 and A4.

- ☐ **Part B Charges created on or after 06/04/2013**
You have given the charge code.

☐ Part C To be completed for all charges

- ☐ You have ticked the appropriate box in Section C1.
You have given the details of the person delivering this statement in Section C2.
- ☐ 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 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

RIDER 2

Particulars of all the property mortgaged or charged.

Pursuant to the covenant for further assurance contained in clause 8.1 (*Further Assurance*) of each Debenture and as a continuing security for the payment, performance and discharge of the Secured Obligations, the Chargor with full title guarantee charges, by way of fixed first charge, the Charged Receivables Account and all moneys from time to time deposited in or standing to the credit of the Charged Receivables Account and the Ancillary Rights relating thereto.

Definitions

All defined terms and expressions used in this Form 395 shall, if not otherwise defined, have the following meanings:

"Accounts" shall have the meaning given thereto in the Credit Agreement.

"Account Debtors" shall have the meaning given thereto in the Credit Agreement.

"Agent" means Bank of America, National Association.

"Amendment and Restatement Agreement" shall have the meaning given thereto in the Credit Agreement.

"Ancillary Rights" means the right to demand, sue for, recover, receive and give receipts for all amounts due and to become due in respect of Receivables, the benefit of all covenants and undertakings from Account Debtors in relation to the Accounts and the benefit of all other causes and rights of action against Account Debtors in respect of amounts due and to become due under their Accounts.

"Banks" shall have the meaning given thereto in the Credit Agreement.

"Celsa UK Group Undertaking" shall have the meaning given thereto in the Credit Agreement.

"Charged Receivables Account," means the following account in the name of the Company:

Account number	Currency	Reference	Account Bank
65716056	USD	LONDON6008	Bank of America, N.A. London Branch

"Credit Agreement" means the agreement made on 18 February 2003 as amended and/or restated from time to time between the Chargor and Express Reinforcements Limited as original borrowers (1), Bank of America, N.A as Issuing Bank, Agent and Security Trustee (2) and certain banks and financial institutions named therein (3).

"Debentures" means each of the debentures dated 18 February 2003 and 16 April 2004 between the Chargor (1) and the Security Trustee (2), creating fixed and floating charges over the Chargor's present and future assets, property and undertaking in favour of the Security Trustee for the payment, performance and discharge of the Secured Obligations and **"Debenture"** shall be construed accordingly.

"Fees Letter" shall have the meaning given thereto in the Credit Agreement.

"Finance Documents" means the Credit Agreement, the RP Facility Agreement, the Security Documents, the Fees Letter, the Celsa UK Group Undertaking, the Supplemental Agreement, the Amendment and Restatement Agreement and any other agreement, deed, notice, document or certificate entered into pursuant thereto or otherwise in connection therewith from time to time;

"Issuing Bank" means Bank of America, National Association.

"Receivables" means all present and future book and other debts, revenues and claims, whether actual or contingent due or owing to the Chargor by Account Debtors in relation to the Accounts and the benefit of all related rights and remedies including, without limitation, under negotiable or non-negotiable instruments, guarantees, indemnities, legal and equitable charges, reservation of proprietary rights, rights of tracing and liens.

"RP Facility Agreement" shall have the meaning given thereto in the Credit Agreement.

"Secured Parties" means each of the Banks, the Agent, the Issuing Bank and the Security Trustee.

"Security Documents" shall have the meaning given thereto in the Credit Agreement.

"Supplemental Agreement" shall have the meaning given thereto in the Credit Agreement.