

MG01

Particulars of a mortgage or charge

V050378/13



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LASERFORM

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
in England and Wales or Northern
Ireland



What this form is NOT for

You cannot use this
particulars of a charge
company. To do this
form MG01s

TUESDAY



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AZJD1XWZ

27/09/2011

137

COMPANIES HOUSE

for use

1

Company details

Company number 0 6 9 6 8 0 5 7

Company name in full NEW EARTH SOLUTIONS (WEST) LIMITED (the Company)

6

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 d1 d9 m0 m9 y2 y0 y1 y1

3

Description

Please give a description of the instrument (if any) creating or evidencing the
charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'

Description

Debenture (the Debenture)

4

Amount secured

Please give us details of the amount secured by the mortgage or charge

Amount secured

All present and future monies, obligations and
liabilities owed by New Earth Solutions Facilities
Management Limited to certain persons as finance
parties whether actual or contingent and whether
owed jointly or severally or in any other capacity
whatsoever, under or in connection with the Finance
Documents.

[see continuation page]

Continuation page

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

MG01**Particulars of a mortgage or charge****5 Mortgagee(s) or person(s) entitled to the charge (if any)**

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	NORDDEUTSCHE LANDESBANK GIROZENTRALE (the Security Trustee)	
Address	ONE WOOD STREET	
	LONDON	
Postcode	E C 2 V 7 W T	
Name		
Address		
Postcode		

6 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	<p>1. The Debenture charges all the present and future assets of the Company</p> <p>2 The Debenture creates a first legal mortgage over all present and future estates, or interests in freehold and leasehold property and fixtures, including the leasehold land at Kingweston Lane, Avonmouth, Bristol being registered at the Land Registry with title absolute under title number BL122241</p> <p>2. The Debenture creates a first mortgage over all present and future debt and equity securities and other investments.</p> <p>3. The Debenture creates first fixed charges over all present and future assets of the Company of the following types</p> <p>(a) plant, machinery and other equipment including fittings and fixtures and other tangible personal property,</p> <p>(b) any monetary claims of any kind;</p> <p>(c) all present and future rights, title or interests in licences, permits and consents;</p> <p>(d) intellectual property of all kinds,</p> <p>(e) any beneficial interest, claim or entitlement the Company has in any pension fund created after the date of the Debenture,</p> <p>(f) goodwill and uncalled capital,</p> <p>(g) the benefit of any authorisation (statutory or otherwise) held in connection with the Company's use of any asset charged under the Debenture; and</p> <p>[See continuation page]</p>	

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7 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

8 Delivery of instrument

You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860). If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 870).

We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 866). The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it. Where a body corporate gives the verification, an officer of that body must sign it. We will also accept a verified copy where section 867(2) applies (property situated in another part of UK).

9 Signature

Please sign the form here

Signature

Signature

X Norton Rose LLP X

This form must be signed by a person with an interest in the registration of the charge

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Particulars of a mortgage or charge



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 **Lindsey Hooper**

Company name
**Norton Rose LLP (Collect
London Counters)**

Address

Post town

County/Region

Postcode

Country

DX

Telephone **+44 (0)20 7283 6000**



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 the original deed 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 mortgagee or 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 mortgaged or 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 mortgage or 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

MG01 - continuation page

Particulars of a mortgage or charge

4	Amount secured	
	Please give us details of the amount secured by the mortgage or charge	
Amount secured	<p>Finance Documents means</p> <p>(a) a facilities agreement dated 2 October 2007 as amended and restated from time to time, and specifically on 19 September 2011, between New Earth Solutions Facilities Management Limited as borrower and Norddeutsche Landesbank Girozentrale as arranger, agent, account bank, original lender and Security Trustee and the Co-operative Bank Plc as arranger and original lender (the Facilities Agreement),</p> <p>(b) the Debenture, and</p> <p>(c) any other document defined as a Finance Document in the Facilities Agreement or as a Finance Party Security Document in the Debenture</p>	

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6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

(h) the right to recover and receive compensation which may be payable to the Company in respect of any authorisation referred to in paragraph (g) above

4 The Company assigns and agrees to assign to the Security Trustee absolutely and with full title guarantee:

(a) all of the Company's rights and benefits in respect of any contract or policy of insurance taken out by the Company or on its behalf or in which it has an interest.

(b) the benefit of all licences, permits and consents and the right to recover and receive all compensation which may be payable to the Company in respect of them,

(c) all of the Company's rights and benefits under any agreement, contract or document relating to the Facilities Agreement to which the Company is a party or in respect of which it derives rights or benefits from time to time.

5 The Debenture creates a first floating charge over all of the Company's other present and future assets.

6. The Debenture contains a restriction on the Company so that it may not:

(a) create or permit to subsist any security interest of any kind on any asset charged under the Debenture; or

(b) sell, transfer, licence, lease or otherwise dispose of any asset charged under the Debenture,

except as expressly provided for under the Finance Documents



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

Pursuant to section 869(5) & (6) of the Companies Act 2006

**COMPANY NO. 6968057
CHARGE NO. 6**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 19
SEPTEMBER 2011 AND CREATED BY NEW EARTH SOLUTIONS
(WEST) LIMITED FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM NEW EARTH SOLUTIONS FACILITIES
MANAGEMENT LIMITED TO CERTAIN PERSONS AS FINANCE
PARTIES ON ANY ACCOUNT WHATSOEVER UNDER THE
TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING
OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT
TO CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE
27 SEPTEMBER 2011**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 29 SEPTEMBER
2011**



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**

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