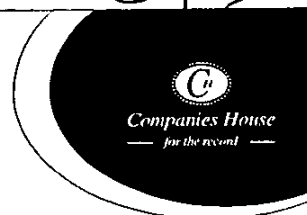


003608/13

In accordance with
Section 860 of the
Companies Act 2006

MG01

Particulars of a mortgage or charge



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 for
You cannot use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland

TUESDAY



A10 *A125R71N*
07/02/2012 #190
COMPANIES HOUSE

, please
it
gov.uk

1 Company details

Company number 0 6 7 4 7 4 2 7

Company name in full G&A LIMITED

1 For official use

→ 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 d 0 d 2 m 0 m 2 y 2 y 0 y 1 y 2

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 Guarantee and Debenture

4 Amount secured

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

Amount secured

All liabilities and obligations owed by the Chargors to Chrysus under
the Facility Letter, this Guarantee and Debenture and the
Assignments (as defined in the Facility Letter), in each case
howsoever incurred whether due, owing or incurred now or in the
future, and of any kind, however arising and in any currency, whether
or not immediately payable, whether certain or contingent, whether
sole or joint, whether as principal or as surety, whether or not Chrysus
was the original creditor in respect thereof, and including, without
limitation, interest, commission, costs, charges and expenses
charged by Chrysus at rates agreed between him and the Chargors

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	
Name	CHRYsus HOLDCO LIMITED (COMPANY NO 07804200)	
Address	HOLLINS CHAMBERS, 64A BRIDGE STREET, MANCHESTER, GREATER MANCHESTER	
Postcode	M 3 3 B A	
Name		
Address		
Postcode		

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

6	Short particulars of all the property mortgaged or charged	
	Please give the short particulars of the property mortgaged or charged	
Short particulars	<p>As security for payment of the Secured Liabilities, each Chargor hereby charges to Chrysus -</p> <p>by way of legal mortgage all Land now owned by such Chargor, including, without limitation, the land which is described in Schedule 3 of the Guarantee and Debenture,</p> <p>by way of fixed equitable charge all Land which such Chargor acquires in the future,</p> <p>by way of separate fixed charges -</p> <p>(a) all the goodwill and uncalled capital of such Chargor, present or future,</p> <p>(b) the Securities of such Chargor,</p> <p>(c) the Insurances of such Chargor,</p> <p>(d) the Intellectual Property of such Chargor,</p> <p>(e) the Rents of such Chargor,</p> <p>(f) the Asset Contracts of such Chargor,</p> <p>(g) the Other Claims of such Chargor,</p> <p>(h) the Fixed Plant and Equipment of such Chargor, and</p> <p>(i) the Loose Plant and Equipment of such Chargor,</p> <p>by way of floating charge all those Assets of such Chargor which are not for any reason effectively charged by the Guarantee and Debenture by way of fixed charge on mortgage, including, without limitation, any heritable property of such Chargor situated in Scotland</p>	

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

MG01

Particulars of a mortgage or charge

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

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

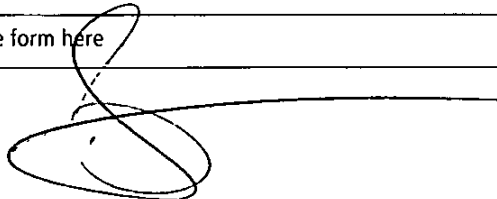
Signature

Please sign the form here

Signature

Signature

X



X

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

MG01

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 **DAVID HAYES**

Company name **TURNER PARKINSON LLP**

Address **HOLLINS CHAMBERS**

64A BRIDGE STREET

Post town **MANCHESTER**

County/Region **GREATER MANCHESTER**

Postcode **M 3 3 B A**

Country **ENGLAND**

DX **14373 MANCHESTER**

Telephone **0161 833 1212**



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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6747427
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A GUARANTEE AND DEBENTURE
DATED 2 FEBRUARY 2012 AND CREATED BY G & A LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE CHARGORS TO CHRYSUS HOLDCO LIMITED 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 7 FEBRUARY
2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13 FEBRUARY
2012



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES