

MR04

Statement of satisfaction in full or in part of a charge

Oyez

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

1

FRIDAY



LD3

18/10/2013

#48

COMPANIES HOUSE

1 Company details

Company number 0 4 0 7 4 9 1 9

Company name in full Postal Services Holding Company plc

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

1 Property acquired
If section 859C of the Companies
Act 2006 applies, this is the date
that the property was acquired

Part A Charges created before 06/04/2013

A1 Charge creation date

Please give the date of creation of the charge

Charge creation date 1 9 0 3 2 0 0 7

2 Property acquired
If section 859C of the Companies
Act 2006 applies, this is the date
that the property was acquired

A2 Description of instrument (if any)

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

Instrument description A debenture between Postal Services Holding Company
plc (formerly Royal Mail Holdings plc) (the
"Company") and The Secretary of State for Business
Innovation and Skills (formerly known as The
Secretary of State for Business, Enterprise and
Regulatory Reform and, before that, The Secretary
of State for Trade and Industry) (the "Lender")
dated 19 March 2007 (the "Deed")

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

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A3

Short particulars of the property or undertaking charged

	Please give the short particulars of the property or undertaking charged	Continuation page Please use a continuation page if you need to enter more details
Short particulars	<p>(1) The Company charges to the Lender by way of first fixed charge with full title guarantee (but subject to Permitted Security) and as a continuing security for the payment and discharge of the Secured Liabilities, all of the Company's rights to and title and interest from time to time in the Shares.</p> <p>(11) The Company charges to the Lender by way of first floating charge with full title guarantee and as a continuing security for the payment and discharge of the Secured Liabilities all of the Company's rights to and title and interest from time to time in the whole of its property, assets, rights and revenues, whatsoever and wheresoever, present and future other than (1) any assets validly and effectively charged or assigned (whether at law or in equity) pursuant to paragraph (1) above and (11) the Excluded Assets</p> <p>Unless otherwise defined below, terms used herein shall have the meaning given to them in the definitions set out in the continuation page to section A3 of this MR04 form (Short Particulars)</p> <p>Definitions:</p> <p>"Credit Agreement" means the credit facilities agreement between, among others, the Lender, the Company and Royal Mail Group dated 20 December 2002 as amended and restated from time to time.</p> <p>"Excluded Assets" means the assets secured pursuant to the RMH Pensions Security Agreement</p> <p>"Nominee Share" means the 1 ordinary share of Royal Mail Group legally owned as at the date of the Deed by the nominee and beneficially owned by the Company</p> <p>"Permitted Security" means any Security which the Company is expressly permitted to create or permit to subsist pursuant to the Credit Agreement or with the prior written consent of the Lender</p> <p>"Related Share Rights" means all allotments, rights, benefits and advantages (including all voting rights) whatsoever at any time accruing, offered or arising in respect of or incidental to any Share and all money or property accruing or offered at any time by way of conversion, redemption, bonus, preference, option, dividend, distribution, interest or otherwise in respect of those Shares</p>	

MR04 - continuation page

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A3

Short particulars of the property or undertaking charged

	Please give the short particulars of the property or undertaking charged	
Short particulars	<p>"Related Property Rights" means, where used in relation to a particular property, asset (or class of assets) or right, the following:</p> <p>(A) the proceeds of sale and/or other realisation of that property, asset (or class of assets) or right (or any part thereof or interest therein),</p> <p>(B) all Security, options, agreements, rights, easements, benefits, indemnities, guarantees, warranties or covenants for title in respect of such property or asset, and</p> <p>(C) all rights under any agreement for lease, sale or use in respect of such property or asset</p> <p>"RMH Pensions Security Agreement" means the security agreement entered into or to be entered into on or around the date of the Credit Agreement between the Company and Royal Mail Pensions Trustees Limited (company number 03248664) securing certain liabilities in relation to the pension scheme</p> <p>"Secured Liabilities" means all monies, obligations and liabilities covenanted to be paid or discharged pursuant to the Deed.</p> <p>"Security" means any mortgage, charge, pledge, lien, assignment or other security interest securing any obligation of any person or any other agreement or arrangement having a similar effect</p> <p>"Shares" means</p> <p>(a) the issued ordinary shares of Royal Mail Group Limited (formerly Royal Mail Group plc) (company number 04138203) ("Royal Mail Group") legally and beneficially owned by the Company and the Nominee Share, being the entire issued share capital of Royal Mail Group, and</p> <p>(b) all Related Share Rights and all Related Property Rights in respect thereof</p>	

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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

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

Forename(s)

Freshfields Bruckhaus Deringer LLP

Surname

Please give the address of the person delivering this statement

Building name/number

65

Street

Fleet Street

Post town

London

County/Region

Postcode

E C 4 Y 1 H S

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

Person's interest in the charge

Solicitor for the Lender

C3

Signature

Please sign the form here

Signature

Signature
X Freshfields Bruckhaus Deringer 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
Hannah Thomas

Company name
Freshfields Bruckhaus Deringer LLP

Address
65 Fleet Street

London

England

Post town
United Kingdom

County/Region

Postcode
E C 4 Y 1 H S

Country

DX
DX 23 London/Chancery Lane

Telephone
020 7936 4000



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 completed the Description of instrument and Short particulars in Sections A2 and A3
- 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