

055767/13V
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 NOT for

You cannot use this form to register particulars of a charge for a company. To do this, please use form MG01s.

THURSDAY



L157W70J

LD4

22/03/2012

#93

COMPANIES HOUSE

1 Company details

Company number N I 0 4 3 2 9 4

Company name in full SSE Renewables Developments (UK) Limited
(the "**Chargor**")

For official use

1 9

→ **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 m3 y2 y0 y1 y2

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 Charge over shares (the "**Charge**")

4 Amount secured

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

Amount secured All obligations from time to time incurred by:

(a) Forewind Limited or any of its shareholders under a zone development agreement dated 22 December 2009 in respect of Zone 3 (Dogger Bank) between Forewind Limited, its shareholders and the Chargee (as it may from time to time be amended, restated, novated or replaced (however fundamentally) (the "**Zone Development Agreement**"); or
(b) Doggerbank Project 4A SSER Limited (the "**Project Company**") or any of the other companies incorporated in accordance with clause 14.1 of the Zone Development Agreement (the "**Group Companies**") under or in connection with the agreement for lease to be entered into between the Group Companies and the Chargee.

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 The Crown Estate Commissioners (the "Chargee")

Address 16 New Burlington Place

London

Postcode W 1 S 2 H X

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

The Chargor charges, by way of first fixed charge, all of the rights which it now has and all of the rights which it obtains at any time in the future in:

(1) the following shares (the "Shares"):

(a) one ordinary share of one pound sterling (£1) in the capital of the Project Company;

(b) any other shares in the capital of the Project Company which are beneficially owned by the Chargor; and

(c) any shares acquired by the Chargor after the date of the Charge which are designated as Shares by the Chargor and the Chargee at or about the time of their acquisition;

(2) any rights accruing to, derived from or otherwise connected with the Shares (including dividends and proceeds of disposal); and

(3) any warrants, options and other rights to subscribe for or otherwise acquire Shares,

together, the "Charged Assets".

The Chargor will ensure that, unless the Chargee agrees to the contrary:

(1) no security will exist over, or in relation to, any Charged Asset (other than the security created under the Charge); and

(2) there will be no disposal of any Charged Asset.

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 Not applicable.

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.

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 Inga Aryanova

Company name Norton Rose LLP (Collect
London Counters)

Address 3 More London Riverside

Post town London

County/Region

Postcode S E 1 2 A Q

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



FILE COPY

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

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

COMPANY NO: NI43294

CHARGE NO. 19

**THE REGISTRAR OF COMPANIES FOR NORTHERN IRELAND
HEREBY CERTIFIES THAT A CHARGE OVER SHARES DATED 19
MARCH 2012 AND CREATED BY SSE RENEWABLES
DEVELOPMENTS (UK) LIMITED FOR SECURING ALL MONIES
DUE OR TO BECOME DUE FROM THE COMPANY TO THE
CROWN ESTATE COMMISSIONERS 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 22 MARCH 2012**

GIVEN AT COMPANIES HOUSE, BELFAST THE 30 MARCH 2012



Companies House
— for the record —



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