

# 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  
particulars of a charge  
company. To do this  
form MG01s

WEDNESDAY



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02/02/2011

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COMPANIES HOUSE

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uk

<b>1</b>	<b>Company details</b>	16 For official use
Company number	0 3 8 7 9 1 5 6	<b>→ Filling in this form</b> Please complete in typescript or in bold black capitals  All fields are mandatory unless specified or indicated by *
Company name in full	BAXI HEATING UK LIMITED (the "Chargor")	
<b>2</b>	<b>Date of creation of charge</b>	
Date of creation	d2 d7 m0 m1 y2 y0 y1 y1	
<b>3</b>	<b>Description</b>	
	Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'	
Description	A first fixed charge over the trade marks held by the Chargor, Baxi UK Limited, Baxi Ltd, Heatrae Sadia Heating Ltd, RSA Waterheating Limited and Valor Ltd (the " <b>Charge</b> ") dated 27 January 2011 between the Charging Companies (including the Chargor) and The Royal Bank of Scotland plc (the " <b>Security Agent</b> "), as security agent for the benefit of the Finance Parties (which expression includes its successors in title, permitted assigns and permitted transferees))	
<b>4</b>	<b>Amount secured</b>	
	Please give us details of the amount secured by the mortgage or charge	<b>Continuation page</b> Please use a continuation page if you need to enter more details
Amount secured	The " <b>Secured Obligations</b> ", which are defined in the Charge as the actual, contingent, present and/or future obligations owed by the Chargor to the Security Agent under the the Finance Documents, and including, for the avoidance of doubt, the Hedging Documents from time to time, subject to the provisions of the Facility Agreement	

# 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 Royal Bank of Scotland plc as Security Agent

Address 250 BISHOPSGATE

LONDON

Postcode E C 2 M 4 A A

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 Please see attached continuation pages

# 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

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 866)

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 870). 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 Linklaters 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 PAUL DOE/KATE DEVLIN

Company name Linklaters LLP

Address ONE SILK STREET

LONDON

Post town LONDON

Country/Region

Postcode E C 2 Y 8 H Q

Country UK

DX 10 LONDON/CITY

Telephone 020 7456 2000



### 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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)

# MG01 - continuation page

## Particulars of a mortgage or charge

6	Short particulars of all the property mortgaged or charged	
	Please give the short particulars of the property mortgaged or charged	
Short particulars	<p>Baxi Heating UK Limited 03879156</p> <p><b>1 CHARGE</b></p> <p>1 1 The Charging Companies, with full title guarantee (save for where otherwise disclosed in Schedule 2 (<i>Trade Marks and Trade Mark Applications</i>) of the Charge) as continuing security for the payment of the Secured Obligations hereby charges by way of first fixed charge in favour of the Security Agent (as agent and trustee for the Secured Parties) all of the Charged Property</p> <p>1 2 The Security constituted by or pursuant to the Charge shall</p> <p>1 2 1 be in addition to and shall be independent of every bill, note, guarantee, mortgage, pledge or other security which the Security Agent or any other Secured Party may at any time hold in respect of any of the Secured Obligations and it is hereby declared that no prior security held by the Security Agent or any other Secured Party over the Charged Property or any part thereof shall merge in the security created hereby or pursuant hereto, and</p> <p>1 2 2 remain in full force and effect as a continuing security until discharged by the Security Agent <b>provided that</b> any such discharge shall be conditional upon no security disposition or payment in respect of the Secured Obligations to any of the Secured Parties by the relevant Charging Company being void, set aside or ordered to be refunded pursuant to any enactment or law relating to bankruptcy, liquidation or insolvency or for any reason whatsoever and if such condition shall not be fulfilled the Security Agent shall be entitled to enforce the Charge subsequently as if such discharge had not occurred and any such payment not been made</p> <p>1 3 Subject to sub-clause 2 2 2 of the Charge, on the payment and/or discharge in full of the Secured Obligations, the Security Agent shall, at the cost and expense of each Charging Company, discharge the security constituted pursuant to the Charge</p> <p><b>Note (1):</b> The Charge provides that</p> <p>Each Charging Company undertakes to the Security Agent that it will not without the written consent of the Security Agent, such consent not to be unreasonably withheld or delayed do any of the following things</p> <p>(a) assign, sever, dispose of or license on an exclusive or sole basis or otherwise part with control of its Trade Marks, or Trade Mark Applications, save for assignments or licences in favour of another member of the Group, or any assignment, disposal or licence which is otherwise permitted under the terms of the Finance Documents,</p> <p>(b) create or permit to subsist any Encumbrance (other than any Security or Quasi-Security permitted under the terms of a Finance Document) in or over its Trade Marks or Trade Mark Applications</p>	Continuation page (1)

# MG01 - continuation page

## Particulars of a mortgage or charge

### 6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

Baxi Heating UK Limited 03879156

Continuation page (2)

**Note (2):** In this Form, except to the extent that the context requires otherwise

any reference to "**assets**" includes present and future properties, revenues and rights of every description.

**"Charged Property"** means the Trade Marks, the Trade Mark Applications of each Charging Company, the goodwill of each Charging Company's business to which its Trade Marks and Trade Mark Applications relate, and any other intellectual property right which may arise from, relate to, or be associated with, the Trade Marks, or the Trade Mark Applications of any Charging Company or their use in such Charging Company's business.

**"Charging Companies"** means each of the Chargor, Baxi UK Limited, Baxi Ltd, Heatrae Sadia Heating Ltd, RSA Waterheating Limited and Valor Ltd and any other member of the Group which becomes a charging company hereunder by executing a Security Accession Deed and **"Charging Company"** means any of them

**"Encumbrance"** means any claim, charge, mortgage, lien, option, equity, power of sale, hypothecation, retention of title, right of pre-emption, right of first refusal or other third party right or security interest of any kind or an agreement, arrangement or obligation to create any of the foregoing

**"Facility Agreement"** means the EUR 700,000,000 facility agreement dated 21 December 2010 and made between BDR Thermea Group B V, the financial institutions named therein as lenders and ABN AMRO Bank N V and The Royal Bank of Scotland N V as arranger (the **"Arranger"**), and The Royal Bank of Scotland plc as agent (the **"Agent"**) and security agent

**"Finance Party"** means the Agent, the Security Agent, the Arranger, a Lender or any Ancillary Lender

**"Quasi-Security"** has the meaning given to that term in Clause 23.3 (*Negative Pledge*) of the Facility Agreement

**"Security"** means a mortgage, charge, pledge, lien or other security interest securing any obligation of any person or any other agreement or arrangement having a similar effect

**"Secured Party"** means a Finance Party or a Hedging Bank

**"Trade Marks"** means, in respect of each Charging Company, the registered trade marks currently registered to it, including those registered trade marks brief details of which are set out in Schedule 2 (*Trade Marks and Trade Marks Applications*) of the Charge (or in the Security Accession Deed under which such Charging Company becomes a party hereto) under its name

**"Trade Mark Applications"** means, in respect of each Charging Company, applications for the registration of trade marks currently pending in its name, including the trade mark applications brief details of which are set out in Schedule 2 (*Trade Marks and Trade Mark Applications*) of the Charge (or in the Security Accession Deed under which such Charging Company becomes a party hereto) under its name

# MG01 - continuation page

## Particulars of a mortgage or charge

### 6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

Baxi Heating UK Limited 03879156

Continuation page (3)

**Note (3):** Schedules of secured assets

The registered trade marks currently registered to the Chargor, as set out in Schedule 2 (*Trade Marks and Trade Marks Applications*) of the Charge, are set out in the table below

Trade Mark	Registration No	Renewal Date	Territory	Status
MULTIFIT LOGO	2206316	02-Jan-18	Argentina	Registered
BAXI	9819	14-Mar-15	Armenia	Registered
BAXI	12232	30-Aug-16	Armenia	Registered
CHAPPEE	236549	23-Apr-18	Australia	Registered
DIMENSION	2446281	09-Nov-11	Australia	Registered
DIMENSION	-	-	Australia	Pending
MAIN	91255	13-Dec-2012	Benelux	Registered
BAXI	97083-C	5-Nov-2014	Bolivia	Registered
BAXI	BAZ037318	8-Dec-2013	Bosnia and Herzegovina	Registered
BAXI	822663694	7-May-2016	Brazil	Registered
VALORSTAT	TMA570495	08-Nov-17	Canada	Registered
MULTIFIT LOGO	-	-	Canada	Pending
VALOR DIMENSION		-	Canada	Pending
YIN SHI (IN CHINESE)	1073258	7-Aug-2017	China	Registered
BAXI DUO-TEC	895502	21-Jul-16	China	Registered
DIMENSION	2446281	09-Nov-11	China	Registered
DUO-TEC	895579	21-Jul-16	China	Registered

# MG01 - continuation page

## Particulars of a mortgage or charge

6

### Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (4)

Please give the short particulars of the property mortgaged or charged

Short particulars

MULTIFIT LOGO	920088	17-Jan-17	China	Registered
BAXI	Z991511	31-Dec-2019	Croatia	Registered
POTTERTON	Z940425	15-Dec-2016	Croatia	Registered
MAIN	VR197502208	23-May-2015	Denmark	Registered
POTTERTON	VR 1963 00459	2-Mar-2013	Denmark	Registered
MAIN	1515538	8-Jul-2018	France	Registered
POTTERTON	1482333	15-Dec-2016	France	Registered
POTTERTON	774910	06-Apr-12	Germany	Registered
BAXI	164629	17-Feb-2010	Hungary	Registered In renewal process
POTTERTON	48212	13-Sep-2017	Iran	Registered
BAXI	127244	29-Mar-15	Iran	Registered
DIPLOMAT	73708	9-Jul-2013	Ireland	Registered
ECLIPSE	169271	22-Nov-2011	Ireland	Registered
LEGEND	147808	10-Jun-2018	Ireland	Registered
MAIN	49317	26-May-2016	Ireland	Registered
POTTERTON	118858	19-Aug-2016	Ireland	Registered
AMBIFLO	239992	27-Aug-18	Ireland	Registered
HEAT BUDDY	220424	30-Jan-11	Ireland	Registered
HEATMAX (STYLISTED)	235088	03-Sep-16	Ireland	Registered
BAXI	133476	23-Dec-2020	Israel	Registered



# MG01 - continuation page

## Particulars of a mortgage or charge

### 6 Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (5)

Please give the short particulars of the property mortgaged or charged

Short particulars

BAXI	355679	17-Feb-2018	Italy	Registered
MAIN	668532	6-Apr-2013	Italy	Registered
POTTERTON	989545	10-May-12	Italy	Registered
DIMENSION	2446281	09-Nov-11	Japan	Registered
VALOR	835751	09-Sep-14	Japan	Registered
BAXI	11699	12-Jan-2010	Kazakhstan	Registered In renewal process
POTTERTON	100651	9-May-2014	Korea, Republic of (South)	Registered
BAXI	5770	12-Jan-2010	Kyrgyzstan	Registered In renewal process
BAXI	M 48010	12-Jan-2020	Latvia	Registered
BAXI	41299	12-Jan-2020	Lithuania	Registered
BAXI	9556	17-Feb-2010	Macedonia	Registered In renewal process
MAIN	4128	20-Mar-2013	Malta	Registered
BAXI	12069	15-Mar-2014	Republic of Moldova	Registered
LEGEND	214873	10-Jun-2012	New Zealand	Registered
POTTERTON	B120406	20-Jul-2012	New Zealand	Registered
BAXI	267724	11-May-2014	Paraguay	Registered
POTTERTON	R110387	8-Dec-2015	Poland	Registered
POTTERTON	116958	5-Sep-2013	Portugal	Registered

# MG01 - continuation page

## Particulars of a mortgage or charge

### 6 Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (6)

Please give the short particulars of the property mortgaged or charged

Short particulars

BAXI	41885	18-Feb-2010	Romania	Registered In renewal process
BAXI DUO-TEC	895502	21-Jul-16	Romania	Registered
DUO-TEC	895579	21-Jul-16	Romania	Registered
MULTIFIT LOGO	920088	17-Jan-17	Romania	Registered
BAXI DUO-TEC	895502	21-Jul-16	Russia	Registered
DUO-TEC	895579	21-Jul-16	Russia	Registered
MULTIFIT LOGO	920088	17-Jan-17	Russia	Registered
BAXI	634/46	19-Jan-2010	Saudi Arabia	Registered In renewal process
BAXI	45459	16-Feb-2010	Serbia	Registered In renewal process
BAXI	195512	10-Jan-2010	Slovakia	Registered In renewal process
BAXI	200070340	25-Feb-2010	Slovenia	Registered In renewal process
POTTERTON	7080693	27-Jul-2010	Slovenia	Registered In renewal process
POTTERTON	469212	20-Mar-2015	Spain	Registered
POTTERTON	317534	18-Mar-2012	Switzerland	Registered
BAXI	1119391	15-Sep-2014	Taiwan	Registered
BAXI DUO-TEC	895502	21-Jul-16	Turkey	Registered
DUO-TEC	895579	21-Jul-16	Turkey	Registered

# MG01 - continuation page

Particulars of a mortgage or charge

## 6 Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (7)

Please give the short particulars of the property mortgaged or charged

Short particulars

MULTIFIT LOGO	920088	17-Jan-17	Turkey	Registered
MULTIFIT LOGO	920088	17-Jan-17	Ukraine	Registered
BAXI DUO-TEC	895502	21-Jul-16	Ukraine	Registered
DUO-TEC	895579	21-Jul-16	Ukraine	Registered
ALLURE	1558704	11-Jan-2011	United Kingdom	Registered
APOLLO	1162768	8-Oct-2012	United Kingdom	Registered
BAXI POTTERTON BUSINESS PARTNERS	2306093	24-Jul-2012	United Kingdom	Registered
BLENHEIM	2186116	12-Jan-2019	United Kingdom	Registered
BRAVA	1558713	11-Jan-2011	United Kingdom	Registered
CONTRACT-POINT REWARDS	2341012	16-Aug-2013	United Kingdom	Registered
ECLIPSE	1539540	22-Jun-2020	United Kingdom	Registered
ECLIPSE	2302965	15-Jun-2012	United Kingdom	Registered
ELSON	684682	12-Dec-2018	United Kingdom	Registered
ENVOY THE HEATSAVER	1588474	19-Oct-2011	United Kingdom	Registered
ESQUIRE	2139796	22-Jul-2017	United Kingdom	Registered
GALAXY	2056192	9-Feb-2016	United Kingdom	Registered
HARMONY	1173964	26-Apr-2013	United Kingdom	Registered

# MG01 - continuation page

Particulars of a mortgage or charge

## 6 Short particulars of all the property mortgaged or charged

Bax. Heating UK Limited  
03879156  
Continuation page (8)

Please give the short particulars of the property mortgaged or charged

Short particulars

HEATEAM (Series of Two) (Logo)	2344885	2-Oct-2013	United Kingdom	Registered
ROLYAT	470785	02-Jun-2016	United Kingdom	Registered
POWERMAX (and design)	1479867	17-Oct-2018	United Kingdom	Registered
POWERMAX	1396781	16-Sep-2016	United Kingdom	Registered
INTERPART	1554777	24-Nov-2010	United Kingdom	Registered In renewal process
INTERPART	1554778	24-Nov-2010	United Kingdom	Registered In renewal process
INTERPART	1554779	24-Nov-2010	United Kingdom	Registered In renewal process
KINGFISHER	1063383	24-May-2017	United Kingdom	Registered
KNIGHTSBRIDGE	2110300	16-Sep-2016	United Kingdom	Registered
LEGEND	1466700	10-Jun-2018	United Kingdom	Registered
MAIN	1325740	3-Nov-2014	United Kingdom	Registered
MAIN	426549	26-May-2016	United Kingdom	Registered
Main (Stylised)	1325741	3-Nov-2014	United Kingdom	Registered
MAIN AVON	1170953	5-Mar-2013	United Kingdom	Registered

# MG01 - continuation page

## Particulars of a mortgage or charge

### 6 Short particulars of all the property mortgaged or charged

Bax. Heating UK Limited  
03879156  
Continuation page (9)

Please give the short particulars of the property mortgaged or charged

Short particulars

MAIN MEDWAY	1170954	5-Mar-2013	United Kingdom	Registered
MAIN MERSEY	1170955	5-Mar-2013	United Kingdom	Registered
MIRAGE	2056193	9-Feb-2016	United Kingdom	Registered
MISERTHERM	1133765	15-May-2011	United Kingdom	Registered
POTTERTON	1223163	20-Jul-2015	United Kingdom	Registered
PAGEANT	2052164	16-Jan-2016	United Kingdom	Registered
PERFORMER	2042019	18-Oct-2015	United Kingdom	Registered
POTTERTON	781785	15-Sep-2017	United Kingdom	Registered
POTTERTON	1002423	27-Nov-2017	United Kingdom	Registered
POTTERTON	951012	13-Nov-2014	United Kingdom	Registered
POTTERTON	1560494	27-Jan-2011	United Kingdom	Registered
POTTERTON BONUS DIRECT	2186267B	14-Jan-2019	United Kingdom	Registered
POTTERTON EP 2000	1191769	9-Mar-2014	United Kingdom	Registered
POTTERTON MINI-MINDER	950289	29-Oct-2014	United Kingdom	Registered
POTTERTON PET	2001559	31-Oct-2014	United Kingdom	Registered

# MG01 - continuation page

Particulars of a mortgage or charge

## 6 Short particulars of all the property mortgaged or charged

Bax. Heating UK Limited  
03879156  
Continuation page (10)

Please give the short particulars of the property mortgaged or charged

Short particulars

POTTERTON PHOENIX	2052196	16-Jan-2016	United Kingdom	Registered
POTTERTON PLUS	2270695	22-May-2011	United Kingdom	Registered
POTTERTON PRT	2001562	31-Oct-2014	United Kingdom	Registered
POTTERTON PTT	2001565	31-Oct-2014	United Kingdom	Registered
POTTERTON SUPRIMA	2039355	2-Oct-2015	United Kingdom	Registered
PROFILE	1309069	6-May-2018	United Kingdom	Registered
PROMAX	2275564	19-Jul-2011	United Kingdom	Registered
STATESMAN	1570137	28-Apr-2011	United Kingdom	Registered
STATESMAN FLOWSURE	2032287	4-Sep-2015	United Kingdom	Registered
STATESMAN FLOWSURE+	2032286	4-Sep-2015	United Kingdom	Registered
VALOR	484544	3-10-2017	UK	Registered
VALOR	819101	6-4-2016	UK	Registered
VALOR	819103	6-4-2016	UK	Registered
VALOR	1003361	14-12-2017	UK	Registered
VALOR UNIGAS	1014834	24-7-2018	UK	Registered
WONDFIRE LOGO	1071270	29-11-2017	UK	Registered
REGENCY	1118792	7-8-2020	UK	Registered
VALOR HEAT-GLO	1145749	16-12-2011	UK	Registered

# MG01 - continuation page

## Particulars of a mortgage or charge

6

### Short particulars of all the property mortgaged or charged

Bax Heating UK Limited  
03879156  
Continuation page (11)

Please give the short particulars of the property mortgaged or charged

Short particulars

HOMEFLAME	1147025	15-1-2012	UK	Registered
TUDOR	1147706	27-1-2012	UK	Registered
VALOR COSY GLO	1152378	11-4-2012	UK	Registered
VALOR ELEGANT	1158403	27-7-2012	UK	Registered
VALOR COSYFLAME	1205232	13-10-2014	UK	Registered
MASTERGLO	1208773	9-12-2014	UK	Registered
VALOR FLAMEGLO	1214576	13-3-2015	UK	Registered
VALOR SUPERFLAME	1214606	13-3-2015	UK	Registered
VALOR FIRELITE	1257197	30-12-2016	UK	Registered
VALOR QUATTRO	1267945	27-5-2017	UK	Registered
VALOR VICTORIAN	1268087	29-5-2017	UK	Registered
MAJESTIC	1360186	7-10-2015	UK	Registered
VISAGE	1430580	13-6-2017	UK	Registered
VALOR PORTLAND	1434126	31-7-2017	UK	Registered
VALOR DREAM	1453798	23-1-2018	UK	Registered
VALOR BLACK BEAUTY	1465456	25-5-2018	UK	Registered
HEARTBEAT	1482259	9-11-2018	UK	Registered
COMFORSTAT	2001370	8-11-2014	UK	Registered
ADORN	2007323	11-1-2015	UK	Registered
FIRESLIDE	2008348	20-1-2015	UK	Registered
COMFOSTAT	2016048	31-3-2015	UK	Registered
SECRET	2039186	30-9-2015	UK	Registered

# MG01 - continuation page

## Particulars of a mortgage or charge

### 6 Short particulars of all the property mortgaged or charged

Bax. Heating UK Limited  
03879156  
Continuation page (12)

Please give the short particulars of the property mortgaged or charged

Short particulars

LIBERTY	2056938	15-2-2016	UK	Registered
OXYSAFE	2064351	27-3-2016	UK	Registered
VALOR ULTIMATE	2067905	9-4-2016	UK	Registered
SILHOUETTE	2104097	3-7-2016	UK	Registered
ICON	2104372	4-7-2016	UK	Registered
HEARTHMASTER	2111394	27-9-2016	UK	Registered
WONDERFIRE	2111396	27-9-2016	UK	Registered
COSYFLAME	2125035	27-2-2017	UK	Registered
VALOR THERMOHEAT	2140016	25-7-2017	UK	Registered
SONNET	2155255	10-1-2018	UK	Registered
SUPERFLAME	2158826	20-2-2018	UK	Registered
BOLERO	2199133	4-6-2019	UK	Registered
ECOSTAT	2210343	5-10-2019	UK	Registered
HEAT BUDDY	2259419	30-1-2011	UK	Registered
STARLIGHT	2263168	3-3-2011	UK	Registered
SPIRIT	2263169	3-3-2011	UK	Registered
FIA	2272538	13-6-2011	UK	Registered
NEBULA	2272673	15-6-2011	UK	Registered
SUNSET	2273212	21-6-2011	UK	Registered
LONOX	2275706	20-7-2011	UK	Registered
VALOR DESIGN-A- FIRE	2286918	29-11-2011	UK	Registered



# MG01 - continuation page

Particulars of a mortgage or charge

6

## Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (13)

Please give the short particulars of the property mortgaged or charged

Short particulars

ASPIRE	2292591	13-2-2012	UK	Registered
AZURE	2297614	11-4-2012	UK	Registered
BURNMOOR	2297616	11-4-2012	UK	Registered
ALPHA	2297651	11-4-2012	UK	Registered
FIREMORE	2298482	19-4-2012	UK	Registered
ASPECT	2302494	10-6-2012	UK	Registered
ANTHEM	2303576	25-6-2012	UK	Registered
ALISA	2303579	25-6-2012	UK	Registered
AMOUR	2304013	28-6-2012	UK	Registered
EQUINOX	2320797	15-1-2013	UK	Registered
SORAYA	2325140	28-2-2013	UK	Registered
URBAN	2327309	22-3-2013	UK	Registered
COAST	2327310	22-3-2013	UK	Registered
SHORE	2327311	22-3-2013	UK	Registered
WILLOW	2329100	10-4-2013	UK	Registered
VERVE	2332730	20-5-2013	UK	Registered
ADAGE	2332732	20-5-2013	UK	Registered
STEEL	2338372	22-7-2013	UK	Registered
FASCINATION	2358394	16-4-2014	UK	Registered
ACTIVEHEAT	2363928	21-5-2014	UK	Registered
ORBFLAME	2364312	26-5-2014	UK	Registered
DECADENT	2380005	9-12-2014	UK	Registered
SPLENDOUR	2380006 <sup>11</sup>	9-12-2014	UK	Registered

CHFP025

Registered International 5/10

# MG01 - continuation page

Particulars of a mortgage or charge

6

## Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (14)

Please give the short particulars of the property mortgaged or charged

Short particulars

THE EDGE	2380007	9-12-2014	UK	Registered
MINIMA	2380009	9-12-2014	UK	Registered
SERENITY	2398829	8-8-2015	UK	Examined
VALOR ELECTRIC (LOGO)	2430991	22-8-2016	UK	Registered
BAXI	1090054	25-1-2019	UK	Registered
BAXI	1125270	6-12-2010	UK	Registered In renewal process
BAXI	622984	12-4-2016	UK	Registered
BAXI BAHAMA	917707	24-11-2012	UK	Registered
BAXI BAROQUE	1377769	18-3-2016	UK	Registered
BAXI BERMUDA	883782	2-9-2020	UK	Registered
BAXI BRAZILIA	964334	26-8-2015	UK	Registered
BAXI SOLO	1306699	8-4-2018	UK	Registered
AMBIFLO	2480345	21-Feb-18	United Kingdom	Registered
BAXI ADVANCE	2508516	12-Feb-19	United Kingdom	Registered
BAXI DUO	2409987	23-Dec-15	United Kingdom	Registered
BAXI DUO-TEC	2412962A	04-Feb-16	United Kingdom	Registered
BAXI ECOGEN	2487043B	08-May-18	United Kingdom	Registered
BAXI ENERGYHUB	2509013	17-Feb-19	United Kingdom	Registered

# MG01 - continuation page

Particulars of a mortgage or charge

## 6 Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (15)

Please give the short particulars of the property mortgaged or charged

Short particulars

BAXI HEATSAVER	2526243	16-Sep-19	United Kingdom	Registered
BAXI PLATINUM	2398540	04-Aug-15	United Kingdom	Registered
BAXI PRIMA	2509425	24-Feb-19	United Kingdom	Registered
CLASSICA	2453315	23-Apr-17	United Kingdom	Registered
DIMENSION	2455134	11-May-17	United Kingdom	Registered
DIMENSION LOGO	2455953	18-May-17	United Kingdom	Registered
DUO-TEC SERIES	2412962B	04-Feb-16	United Kingdom	Registered
ECOGEN	2487043A	08-May-18	United Kingdom	Registered
GAEATHERM	2486036	26-Apr-18	United Kingdom	Registered
GEOFLO	2418813	06-Apr-16	United Kingdom	Registered
HEATMAX (LOGO)	2431563	02-Sep-16	United Kingdom	Registered
HYDROHEAT	2513857	16-Apr-19	United Kingdom	Registered
MULTIFIT LOGO	2439563	24-Nov-16	United Kingdom	Registered
OSPREY	2398252	01-Aug-15	United Kingdom	Registered
PARAGON	-	-	United Kingdom	Pending

# MG01 - continuation page

## Particulars of a mortgage or charge

6

### Short particulars of all the property mortgaged or charged

Box Heating UK Limited  
03879156  
Continuation page (16)

Please give the short particulars of the property mortgaged or charged

Short particulars

POTTERTON GOLD	2398253	01-Aug-15	United Kingdom	Registered
POTTERTON HEATSAVER	2526242	16-Sep-19	United Kingdom	Registered
POTTERTON PARAGON	2525822	11-Sep-19	United Kingdom	Registered
SOLARFLO	2419985	21-Apr-16	United Kingdom	Registered
SOLO-PRO	2446935	16-Feb-17	United Kingdom	Registered
SOLO-PRO SERIES	2461108	11-Jul-17	United Kingdom	Registered
THINKPOD / THINK POD	-	-	United Kingdom	Pending
THINKPOD (logo)	-	-	United Kingdom	Pending
TRIGGERS OF REALISM	2453988	24-Jul-17	United Kingdom	Registered
VALOR DIMENSION	2438348	13-Nov-16	United Kingdom	Registered
VALOR ELECTRIC DEVICE (Logo)	2430991	22-Aug-16	United Kingdom	Registered
VALOR HEALTHY HEAT	2446281	09-Feb-17	United Kingdom	Registered
WONDERFIRE PREMIER	-	-	United Kingdom	Pending
MULTIFIT LOGO	3710828	17-Nov-19	United States of America	Registered
BAXI	3091801	16-May-2016	United States of America	Registered
BAXI	MGU 10231	11-Jan-2020	Uzbekistan	Registered

# MG01 - continuation page

Particulars of a mortgage or charge

6

## Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
05879156  
Continuation page (17)

Please give the short particulars of the property mortgaged or charged

Short particulars

BAXI ADVANCE	1014692	10-Jun-19	Community	Registered
BAXI DUO-TEC	005208228	19-Jul-16	Community	Registered
DUO-TEC	5211073	20-Jul-16	Community	Registered
ECOGEN	007367303	04-Nov-18	Community	Registered
FLUEBUILDER	5277488	25-Aug-16	Community	Registered
MULTIFIT LOGO	005495759	23-Nov-16	Community	Registered
SIRIUS	5997317	13-Jun-17	Community	Registered
THINK (logo)	-	-	Community	Pending
THINKPOD	-	-	Community	Pending
THINKPOD (logo)	-	-	Community	Pending
VALOR	4568663	01-Aug-15	Community	Registered
MEGAFLO	000757773	24/2/2018	CTM	Registered
HEATRAE	757880	24/2/2018	CTM	Registered
HEATRE SADIA	757914	24/2/2018	CTM	Registered
MEGAHEAT	000944629	30/9/2018	CTM	Registered
MEGALIFE	000883926	22/7/2018	CTM	Registered
SANTON	002890192	14/10/2012	CTM	Registered
SPEEDIBOIL	003258051	07/07/2013	CTM	Registered
BAXI	775684	18-3-2018	EC	Registered
BAXI	2889038	11-Oct-2012	European Community	Registered
BAXI (Logo)	1498062	8-Feb-2020	European Community	Registered

# MG01 - continuation page

## Particulars of a mortgage or charge

6

### Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (18)

Please give the short particulars of the property mortgaged or charged

Short particulars

PERFORMA	2935419	25-Nov-2012	European Community	Registered
POTTERTON POWERMAX	3468279	11-Nov-2013	European Community	Registered
BAXI	80307	8-2-2017	IE	Registered
BAXI BRAZILIA	77793	31-8-2015	IE	Registered
BAXI DUO-TEC	895502	21-Jul-16	International	Registered
DIMENSION	2446281	09-Nov-11	International	Registered
DUO-TEC	895579	21-Jul-16	International	Registered
MULTIFIT LOGO	920088	17-Jan-17	International	Registered
VALOR	835751	09-Sep-14	International	Registered
Baxi	136253	8-5-2018	PL	Registered
HEATRAE	601641A	14/10/2011	UK	Registered
HEATRAE	601641B	14/10/2011	UK	Registered
SANTON	652876	23/10/2015	UK	Registered
HEATRAE SADIA	1064037	8/6/2017	UK	Registered
ACCOLADE	1088864	3/2/2019	UK	Registered
CAROUSEL	1116254	21/6/2010	UK	Registered
AQUALINE	1332697	21/1/2015	UK	Registered
MEGAFLO	1365235	30/11/2015	UK	Registered
HEATRAE SADIA	1481968	7/11/2018	UK	Registered
HEATRAE SADIA SUREFLOW	1514576	1/10/2019	UK	Registered
HEATRAE SADIA MEGAFLO (Logo)	1551861	27/10/2010	UK	Registered

# MG01 - continuation page

Particulars of a mortgage or charge

## 6 Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (19)

Please give the short particulars of the property mortgaged or charged

Short particulars

HEATRAE SADIA HOTFLO/HOTFLOW	1555160	30/11/2010	UK	Registered
HEATRAE SADIA SUPREME	2167227A	20/5/2018	UK	Registered
SUPREME	2167227B	20/5/2018	UK	Registered
MEGASERIES	2176392	2/9/2018	UK	Registered
AQUAHEAT (Series of 4)	2197073A	12/5/2019	UK	Registered
SANTON AQUAHEAT (Series of 4)	2197073B	12/5/2019	UK	Registered
INTELLIBOIL (Series of 4)	2203897	23/7/2019	UK	Registered
MEGA-STOR (Series of 2)	2243244	22/08/2010	UK	Registered
MEGATEC (Series of 4)	2264924	20/3/2011	UK	Registered
PREMIER PLUS (Logo)	2276775	24/7/2011	UK	Registered
SAPPHIRE	2276069	18/4/2012	UK	Registered
MEGATECH (Series of 2)	2298314	27/8/2012	UK	Registered
HEATRAE SADIA THERMOSTABILISED	2309051	27/8/2012	UK	Registered
ADORN	2068419	10-Jul-17	United States of America	Registered
AERHEAT	005757034	14-Mar-17	Community	Registered
AMPTEC BOILER	2324845	25-Feb-13	United Kingdom	Registered
AMPTEC UNDERFLOOR	2324846	25-Feb-13	United Kingdom	Registered
BAXI			Algeria	Pending

# MG01 - continuation page

## Particulars of a mortgage or charge

### 6 Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continue page (20)

Please give the short particulars of the property mortgaged or charged

Short particulars

BAXI			Australia	Pending
BAXI			Belarus	Pending
BAXI			International	Pending
BAXI			Mexico	Pending
BAXI			Mongolia	Pending
BAXI			New Zealand	Pending
BAXI			Peru	Pending
BAXI			South Africa	Pending
BAXI			Tajikistan	Pending
BAXI ADVANCE	1014692	10-Jun-19	Russia	Registered
BAXI ADVANCE	1014692	10-Jun-19	Ukraine	Registered
BAXI BIOFLO	2551685	20-Jun-20	United Kingdom	Registered
BAXI PREMIER PLUS	7794515	Unknown	China	Registered
CAMDEN	2349844	25-Nov-13	United Kingdom	Registered
DESIGN-A-FIRE	2286918	29-Nov-11	United Kingdom	Registered
DIMENSION			Canada	Pending
DIMENSION			United States of America	Pending
ECOGEN			International	Pending
ELECTROMAX	4920989	23-Feb-16	Community	Registered
ELECTROSOL	006212633	20-Aug-17	Community	Registered



# MG01 - continuation page

## Particulars of a mortgage or charge

### 6 Short particulars of all the property mortgaged or charged

Box Heating UK Limited  
03879156  
Continue page (21)

Please give the short particulars of the property mortgaged or charged

Short particulars

FLAMEGLO	1214576	13-Mar-15	United Kingdom	Registered
HEAT-GLO	1145749	16-Dec-11	United Kingdom	Registered
HEATRAE INDUSTRIAL	005739271	07-Mar-17	Community	Registered
HEATRAE SADIA ELECTROMAX SOLAR	007507148	08-Jan-19	Community	Registered
HEATRAE SADIA SUPERCHILL (Logo)	008413643	08-Jul-19	Community	Registered
INNOVA	2453316	23-Apr-17	United Kingdom	Registered
MEGAFIT	00617838	07-Aug-17	Community	Registered
MEGAFLO (Logo with bubbles)	07366065	04-Nov-18	Community	Registered
MEGAFLO (Logo with background & bubbles)	007367428	03-Nov-18	Community	Registered
MEGAFLO BUFFER TANK HEATRAE SADIA (Logo)	007517485	13-Jan-19	Community	Registered
MEGAFLO EXTREME			Community	Pending
MEGAFLO GENIUS	006176796	07-Aug-17	Community	Registered
MEGAFLO SOLAR	006212583	20-Aug-17	Community	Registered
MEGAFLO SYSTEM FIT (Logo)	005221726	26-Jul-16	Community	Registered
MEGALITE	006790224	28-Mar-18	Community	Registered
MEGAPUMP	006176929	07-Aug-17	Community	Registered

# MG01 - continuation page

## Particulars of a mortgage or charge

6

### Short particulars of all the property mortgaged or charged

Barr Heating UK Limited  
03879156  
Continuation page (22)

Please give the short particulars of the property mortgaged or charged

Short particulars

MEGASOL	2464686	20-Aug-17	United Kingdom	Registered
MEGATECH	005015243	12-Apr-16	Community	Registered
MEGATECH SOLAR HEATRAE SADIA (Logo)	005460738	13-Nov-16	Community	Registered
PARAGON			United Kingdom	Pending
POWERMAX	625055	11-Jul-11	Italy	Registered
PRESIDENT	2133006	27-Jan-18	United States of America	Registered
PREMIER PLUS	004956694	13-Mar-16	Community	Registered
PULLIN EVOLUTION STAINLESS STEEL UNVENTED (Logo)	005486361	21-Nov-16	Community	Registered
SANTON POWERPACK			Community	Pending
SANTON PREMIER PLUS SOLAR (Logo)	005460688	13-Nov-16	Community	Registered
SANTON PREMIER PLUS SYSTEMFIT UNVENTED HOT WATER SYSTEMS (Logo)	005221676	26-Jul-16	Community	Registered
SAPPHIRE PROFESSIONAL'S CHOICE STAINLESS STEEL UNVENTED (Logo)	005437521	03-Nov-16	Community	Registered
SENATOR	2110261	04-Nov-17	United States of America	Registered
STREAMLINE	004853891	17-Jan-16	Community	Registered

# MG01 - continuation page

## Particulars of a mortgage or charge

6

### Short particulars of all the property mortgaged or charged

Baxi Heating UK Limited  
03879156  
Continuation page (23)

Please give the short particulars of the property mortgaged or charged

Short particulars

THINK (Logo)			Community	Pending
THINKPOD			Argentina	Pending
THINKPOD			Argentina	Pending
VALOR	1850942	08-Nov-11	Argentina	Registered
VALOR	456815	29-Dec-18	Benelux	Registered
VALOR	835751	09-Sep-14	China	Registered
VALOR	VR193500606	22-Jun-15	Denmark	Registered
VALOR	96633826	31-Jul-16	France	Registered
VALOR	1188432	31-Dec-18	Germany	Registered
VALOR	205618	02-Nov-13	India	Registered
VALOR	33369	07-Oct-17	Ireland	Registered
VALOR	141601	Unknown	Ireland	Registered
VALOR	72289	Unknown	Poland	Registered
VALOR	252434	06-May-15	Portugal	Registered
VALOR	148337	12-Jan-14	Russia	Registered
VALOR	1294751	06-May-11	Spain	Registered
VALOR	1382198	11-Feb-16	United States of America	Registered
VALOR LEGEND	1783363	20-Jul-13	United States of America	Registered
VALORSTAT	2745546	05-Aug-13	United States of America	Registered
BAXI	39543	23-Dec-19	Bulgaria	Registered



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

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

**COMPANY NO. 3879156  
CHARGE NO. 16**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A FIRST FIXED CHARGE OVER THE  
TRADE MARKS DATED 27 JANUARY 2011 AND CREATED BY  
BAXI HEATING UK LIMITED FOR SECURING ALL MONIES DUE  
OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL  
BANK OF SCOTLAND PLC AS SECURITY AGENT 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  
2 FEBRUARY 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3 FEBRUARY  
2011

LC



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES