

MG04

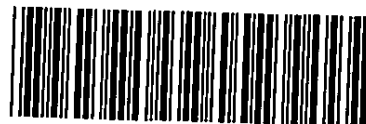
Statement that part [or the whole] of the property
charged (a) has been released from the charge;
(b) no longer forms part of the company's property



☒ **What this form is for**
You may use this form to
register a statement that part
or the whole of the property
has a) been released from
the charge or b) ceased to
form part of the property.

☒ **What this form is NOT for**
You cannot use this form to
register a statement that
the whole of the property
has been released from the
charge or b) no longer forms
part of the company's property.
To do this, please use form
MG01.

For further information, please
refer to our guidance at
www.gov.uk/guidance/submitting-a-statement-that-part-or-the-whole-of-the-property-charged-has-been-released-from-the-charge-or-no-longer-forms-part-of-the-companys-property



LD4 31/07/2012 #39

COMPANIES HOUSE

TUESDAY

1 Company details

Company number 0 0 0 4 7 6 7 6

Company name in full WATERFORD WEDGWOOD AUSTRALIA LIMITED (the "Chargor")

→ Filing in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Creation of charge

Date charge created 2 6 0 3 2 0 0 9 ✓

Description ① Fixed and Floating Security Document ✓

Date of registration ② 0 8 0 4 2 0 0 9 ✓

① You should give a description of
the instrument (if any) creating or
evidencing the charge,
e.g. 'Legal charge'

② The date of registration may be
confirmed from the certificate.

3 Name and address of chargee(s), or trustee(s) for the debenture holders

Please give the name and address of the chargee(s), or trustee(s) for the
debenture holders.

Name BANK OF AMERICA, N A (the "Chargee") ✓

Address 335 Madison Avenue, New York, New York 10017, United States
of America

Postcode

Name

Address

Postcode

Name

Address

Postcode

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

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Statement that part [or the whole] of the property charged (a) has been released from the charge; (b) no longer forms part of the company's property

4

Short particulars of the property or undertaking which has been released from the charge or ceased to belong to the company

Please give the short particulars of the property or undertaking which has been released from the charge or ceased to belong to the company

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

Short particulars

See continuation page

5

Property released or ceased to belong to the company

I confirm that with respect to the charge described above that ①

- ☒ part of the property
☐ the whole of the property

has ②

- ☒ been released from the charge.
☐ ceased to form part of the company's property or undertaking
☐ been released from the charge and ceased to form part of the company's property

① Please tick one box only

6

Signature

Please sign the form here.

Signature


Signature


X *Ajay* X

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


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Statement that part [or the whole] of the property charged (a) has been released from the charge; (b) no longer forms part of the company's property

 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	GO/ECJC/SXQW
Company name	Slaughter and May
Address	One Bunhill Row
Post town	London
County/Region	
Postcode	E C 1 Y 8 Y Y
Country	United Kingdom
DX	DX 11, Chancery Lane
Telephone	020 7600 1200

 Checklist
We may return forms completed incorrectly or with information missing
Please make sure you have remembered the following
<input type="checkbox"/> The company name and number match the information held on the public Register
<input type="checkbox"/> You have correctly completed the charge details in Section 2
<input type="checkbox"/> You have given the name and address of the chargee, or trustee for the debenture holders
<input type="checkbox"/> You have completed the details of the short particulars of the property charged
<input type="checkbox"/> You have completed both parts of Section 5
<input type="checkbox"/> 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

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Statement that part [or the whole] of the property charged (a) has been released from the charge; (b) no longer forms part of the company's property

4

Short particulars of the property or undertaking which has been released from the charge or ceased to belong to the company

Please give the short particulars of the property or undertaking which has been released from the charge or ceased to belong to the company

Short particulars

The Released Property charged or mortgaged (as the case may be) to the Chargee under clause 3 (*Fixed Charges*) of the Debenture, in each case free from all claims and causes of action which have arisen or which may arise in connection with the Released Property

Defined terms in this MG04 shall have the following meanings

"Additional Charged IP Rights" means the following trade marks owned by WWRD IPCo LLC

- (a) 463462,
- (b) 2014967,
- (c) 2170321,
- (d) 2181955, and
- (e) 2610995

"Charges" means all or any of the Security created or expressed to be created by or pursuant to the Debenture

"Charged Assets" means the assets from time to time subject, or expressed to be subject, to the Charges or any part of those assets,

"Debenture" means the Fixed and Floating Security Document dated 26 March 2009 between, *inter alia*, the Chargor and the Chargee (as security agent for the benefit of the Secured Parties (as defined in the Debenture))

"Deed of Partial Release" means the Deed of Partial Release dated on or about the date of this form between, *inter alia*, the Chargor and the Chargee (as security agent for the benefit of the Secured Parties (as defined in the Deed of Partial Release))

"Equipment" means (save to the extent that any such items form part of the Chargor's stock in trade or work in progress) all present and future equipment, plant, machinery, computers and computer hardware and software (whether owned or licensed), vehicles, tools, furniture and fixtures and all attachments, accessories owned by the Chargor and property (other than Fixtures) now or in the future relating to it or used in connection with it and replacements and substitutions for it wherever located

"Fixtures" means fixtures, fittings (including trade fixtures and fittings) and fixed plant, machinery and apparatus

"Hedging Agreements" has the meaning given to it in the Debenture,

"Insurances" of the Chargor means all contracts and policies of insurance of any kind now or in the future taken out by or on behalf of it or (to the extent of its interest) in which it now or in the future has an interest

"Intellectual Property" of the Chargor means all trade marks, service marks, trade names, domain names, logos, get-up, patents, inventions, registered and unregistered design rights, copyrights, topography rights, database rights, rights in confidential information and know-how, and any

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Application for registration of a memorandum of satisfaction that part (or the whole) of the property charged (a) has been released from the charge, (b) no longer forms part of the company's property

4

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

associated or similar rights anywhere in the world, which it now or in the future owns or (to the extent of its interest) in which it now or in the future has an interest (in each case whether registered or unregistered and including any related licences and sub-licences of the same granted by it or to it, applications and rights to apply for the same)

"Real Property" means freehold and leasehold property in England and Wales and other real property anywhere in the world (in each case including any estate or interest therein, all rights from time to time attached or relating thereto and all Fixtures from time to time therein or thereon)

"Released Property" means in respect of the Chargor

- (a) all Real Property in England and Wales (including that described in Schedule 3 (*Real Property*) of the Debenture) now belonging to it and all Real Property acquired by it in the future,
- (b) all its present and future
 - (i) Intellectual Property (including that described in Schedule 5 (*Intellectual Property*) of the Debenture) and the Additional Charged IP Rights,
 - (ii) beneficial interest in any pension fund,
 - (iii) Equipment (including that described in Schedule 6 (*Equipment*) of the Debenture),
 - (iv) solely to the extent relating to the Released Property, Insurances and all related proceeds, claims of any kind, returns of premium and other benefits,
 - (v) the benefit of all guarantees, warranties and representations given or made by any manufacturers, suppliers and installers of any plant and machinery, Equipment, fixtures and fittings at the date of the Deed of Partial Release or in future on any of the Real Property and/or by any other person under contract with or under a duty to the Chargor in respect of them,
 - (vi) its rights under any Hedging Agreements, and
 - (vii) the benefit of all permissions and authorisations of any nature, whether statutory or otherwise, held in connection with its business or the use of any Charged Asset and the right to recover and receive any compensation in relation to it, and
- (c) the Specified Equipment now belonging to it and all spare parts and replacements for and all modifications and additions to the Specified Equipment

"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

"Specified Equipment" means the Equipment set out in Schedule 10 (*Specified Equipment*) of the Debenture or such other Equipment as the Security Agent (as defined in the Debenture) determines, in consultation with the Chargor (acting reasonably), should be made subject to a legal mortgage in accordance with Clause 12.3 of the Debenture