

# 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

FRIDAY



RCS 28/09/2012 #121  
COMPANIES HOUSE  
\*A117DQB5\*  
A40 25/09/2012 #191  
COMPANIES HOUSE

### 1 Company details

Company number 0 0 3 2 4 6 5 4

Company name in full Axminster Carpets, Limited

22 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 d2 d0 m0 m9 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 Supplemental Legal Charge

### 4 Amount secured

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

Amount secured All present and future obligations and liabilities (whether actual or  
contingent and whether owed jointly or severally or alone or in any  
other capacity whatsoever) of any member of the Group to PNC (as  
defined on page 2 of this Form MG01) under or pursuant to any  
Finance Document (including all monies covenanted to be paid under  
the Supplemental Legal Charge) (the **"Secured Obligations"**),  
provided that no obligation or liability shall be included in the  
definition of **"Secured Obligations"** to the extent that, if it were so  
included, the Supplemental Legal Charge (or any part of it) would  
constitute unlawful financial assistance within the meaning of section  
678 of the Companies Act 2006

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

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# 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 PNC Business Credit a trading style of PNC Financial Services UK Ltd ("PNC")

Address 8-14 The Broadway, Haywards Heath, West Sussex

Postcode R H 1 6 3 A P

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

#### 1. Legal Charge

Each Charging Company charged and agreed to charge by way of first legal mortgage all its present and future right, title and interest in and to the Additional Property owned by it and (to the extent not so charged)

(a) any buildings and fixtures (including trade fixtures) and fixed plant and machinery at any time on the Additional Property owned by it,

(b) all easements, rights and agreements in respect thereof, and

(c) the benefit of all covenants given in respect of the Additional Property owned by it

#### 2 Application of Debenture Provisions

The Security created by the Supplemental Legal Charge is created "*pursuant to the Debenture*" and

(a) all references in the Debenture to the "**Specified Real Property**" and the "**Security Assets**" include the Additional Property and the other assets charged by the Supplemental Legal Charge, and to the "**Security**" includes the Security created by or pursuant to the Supplemental Legal Charge, and

(b) all provisions of the Debenture relating to the "**Security Assets**" or the "**Security**" (including, without limitation, obligations of the Charging Companies and rights of enforcement) apply respectively to the Additional Property and the other assets charged by the Supplemental Legal Charge and to the Security created by the Supplemental Legal Charge

**Continued on Continuation Page 1**

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## 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

None

### 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 Mills & Levee LP

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 Sarah Hurst

Company name Mills & Reeve LLP

Address Francis House

112 Hills Road

Post town Cambridge

County/Region Cambridgeshire

Postcode C B 2 1 P H

Country United Kingdom

DX DX 122891 Cambridge 4

Telephone 01223 222516



### 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)

| 6                 | Short particulars of all the property mortgaged or charged   |  |
|-------------------|--|--|
|                   | Please give the short particulars of the property mortgaged or charged   |  |
| Short particulars | <p><b><u>3 Debenture</u></b></p> <p>(a) The Supplemental Legal Charge is supplemental to the Debenture</p> <p>(b) The Supplemental Legal Charge is a Finance Document and a Security Document</p> <p>(c) From the date of the Supplemental Legal Charge the provisions of the Debenture and of the Supplemental Legal Charge shall be read and construed as one and all references to the Debenture shall be deemed to incorporate the provisions and amendments contained in the Supplemental Legal Charge</p> <p><b><u>Definitions and Interpretation</u></b></p> <p>Axminster Carpets,Limited and Previculta Limited are each a "<b>Charging Company</b>" and together the "<b>Charging Companies</b>"</p> <p>"<b>Additional Property</b>" means the property specified in the schedule to the Supplemental Legal Charge</p> <p>"<b>Debenture</b>" means the composite guarantee and debenture dated 23 December 2011 and originally made between (1) PNC Business Credit a trading style of PNC Financial Services UK Limited as PNC and (2) the companies named in it as Security Obligors (including the Charging Companies)</p> <p>"<b>Finance Document</b>" means as defined in the MFA</p> <p>"<b>Group</b>" means as defined in the MFA</p> <p>"<b>Master Facilities Agreement</b>" means the master facilities agreement dated 23 December 2011 and made between (1) PNC, (2) Axminster Carpets,Limited, Buckfast Spinning Company Limited, Devonla Products Limited and Previculta Limited and (3) Axminster Carpets Holdings Limited pursuant to which PNC has agreed to make certain accounts receivables facilities and certain asset based lending facilities available to the Obligors the ("<b>MFA</b>")</p> <p>"<b>Obligors</b>" means as defined in the MFA</p> <p>"<b>Security</b>" means as defined in the Debenture</p> <p>"<b>Security Assets</b>" means as defined in the Debenture</p> <p>"<b>Security Document</b>" means as defined in the MFA</p> <p>"<b>Specified Real Property</b>" means as defined in the Debenture</p> |  |

- **The following details will need to be added, amended or deleted to the Form MG06/LL MG06/MG06s/LL MG06s**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

|  |                          |
|--|--------------------------|
| Date of creation of charge                                 | <input type="checkbox"/> |
| Description  | <input type="checkbox"/> |
| Date of acquisition  | <input type="checkbox"/> |
| Amount secured   | <input type="checkbox"/> |
| Mortgagee(s) or person(s) entitled to the charge           | <input type="checkbox"/> |
| Short particulars of all the property Mortgaged or charged | <input type="checkbox"/> |

- **The following details will need to be added, amended or deleted to the Form MG07/MG07s/LLMG07/LLMG07s/OSMG04**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

|  |                          |
|--|--------------------------|
| Date of covering deed  | <input type="checkbox"/> |
| Total amount secured   | <input type="checkbox"/> |
| Date of present issue  | <input type="checkbox"/> |
| Amount of present issue  | <input type="checkbox"/> |
| Date of resolution   | <input type="checkbox"/> |
| Name of Trustee(s)   | <input type="checkbox"/> |
| General description of property                                | <input type="checkbox"/> |
| Floating charge statement<br>(applies to MG07s/LLMG07s/OSMG04) | <input type="checkbox"/> |

## PROFORMA

Company Number. (1) 00324654 AND (2) 01115308

Company Name (1) AXMINSTER CARPETS LIMITED AND (2) PREVICULTA LIMITED

Contact Name/ Organisation **Vicki Carttor. Mills & Reeve LLP**

Address **Francis House 112 Hills Road Cambridge CB2 1PH**

- **The following details will need to be added, amended or deleted to the Form MG01/LL MG01/MG01s/LL MG01s/OS MG01/MG09/LL MG09**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of Creation of Charge ☐

Description ☐

Amount Secured ☐

Mortgagee(s) or person(s) entitled to the charge ☐

Short particulars of all the property mortgaged or charged ☒

Date charge presented (applies to MG09/LL MG09) ☐

Date of execution (applies to MG09/LL MG09) ☐

Date and parties to the charge (applies to MG09/LL MG09) ☐

Jurisdiction (applies to MG09/LL MG09) ☐

Floating charge statement (applies to MG01s/LLMG01s/OSMG01) ☐

(Please give the instructions in the box below)

**Please add the following details of the Acquired Property in Schedule 1 of both Forms MG01.**

Freehold land being land at Millwey Rise Industrial Estate, Axminster registered under title number DN481283,

Freehold land being The Depositary, Abbey Gate, Abbey Lane, Axminster together with the side and remaining structure of the bridge lying to the south side of the land registered under title number DN316101,

Freehold land being land and buildings on the north west side of Woodmead Road, Axminster registered under title number DN92522,

Freehold land being land lying to the north of Gamberlake, Axminster registered under title number DN100861,

Leasehold land being Units 6 and 7 Millwey Industrial Estate lying to the east of Chard Road, Axminster registered under title number DN175279





DX

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

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

**COMPANY NO. 324654  
CHARGE NO. 22**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A SUPPLEMENTAL LEGAL CHARGE  
DATED 20 SEPTEMBER 2012 AND CREATED BY AXMINSTER  
CARPETS,LIMITED FOR SECURING ALL MONIES DUE OR TO  
BECOME DUE FROM ANY MEMBER OF THE GROUP TO PNC  
BUSINESS CREDIT A TRADING STYLE OF PNC FINANCIAL  
SERVICES UK LTD ("PNC") 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 28 SEPTEMBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28 SEPTEMBER  
2012



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES