

MG01

Particulars of a mortgage or charge

✓ 033278/13



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 NO

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

FRIDAY



A28 05/11/2010 233
COMPANIES HOUSE

1 Company details		For official use																			
Company number	0 1 3 9 2 8 7 6	4																			
Company name in full	William Sinclair Holdings Plc																				
		→ Filing 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	d 0 2 m 1 1 y 2 0 y 1 0																				
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	An omnibus Guarantee and Set-Off Agreement Dated 12th December 1995 (the Agreement)																				
4 Amount secured																					
Please give us details of the amount secured by the mortgage or charge																					
Amount secured	All moneys and liabilities then due or which might thereafter become due to Lloyds TSB Bank Plc (the "Bank") from either the Company or any one or More of the other parties to the Agreement (other than the Bank) being at the date hereof the following companies <table border="0"> <tr> <td>William Sinclair Holdings Plc</td> <td>01392876 ✓</td> </tr> <tr> <td>William Sinclair Horticulture Limited</td> <td>00007633 ✓</td> </tr> <tr> <td>The Fyba Pot Company Limited</td> <td>01827585</td> </tr> <tr> <td>Sinclair Subsidiary No 1 Limited</td> <td>00418845 ✓</td> </tr> <tr> <td colspan="2">(formerly Sinclair Animal & Household Care Limited)</td> </tr> <tr> <td>Midland Oak Limited</td> <td>01455241 ✓</td> </tr> <tr> <td>Sinclair Pet Accessories Limited</td> <td>03242850 ✓</td> </tr> <tr> <td colspan="2">(formerly Paperdecide Limited)</td> </tr> <tr> <td>Joseph Metcalf Limited</td> <td>00221152 ✓</td> </tr> </table>			William Sinclair Holdings Plc	01392876 ✓	William Sinclair Horticulture Limited	00007633 ✓	The Fyba Pot Company Limited	01827585	Sinclair Subsidiary No 1 Limited	00418845 ✓	(formerly Sinclair Animal & Household Care Limited)		Midland Oak Limited	01455241 ✓	Sinclair Pet Accessories Limited	03242850 ✓	(formerly Paperdecide Limited)		Joseph Metcalf Limited	00221152 ✓
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		Continuation page Please use a continuation page if you need to enter more details																			

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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	Lloyds TSB Bank Plc									
Address	25 Gresham Street									
	London									
Postcode	E	C	2	V		7	H	N		
Name										
Address										
Postcode										

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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	<p>Any sum or sums for the time being standing to the credit of any present or future account of the Company with the Bank</p> <p>NOTE By Clause 13(e) of the Agreement, the Company agreed that it would not (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Company with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank)</p>
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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

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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)

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Signature

Please sign the form here

Signature

Signature

X 

Debbie Harrold

Specialist Securities Officer

X

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

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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 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 **Gerry Smith**

Company name **Lloyds TSB Bank Plc**

City Office

Address **PO Box 72, Bailey Drive,**

Gillingham Business Park

Post town **Gillingham**

County/Region **Kent**

Postcode

M	E	8			O	L	S
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Country **England**

DX **155020 Gillingham 5**

Telephone **0207 775 2557**



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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 1392876
CHARGE NO. 4**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN OMNIBUS GUARANTEE AND
SET-OFF AGREEMENT DATED 12TH DECEMBER 1995 DATED 2
NOVEMBER 2010 AND CREATED BY WILLIAM SINCLAIR
HOLDINGS PUBLIC LIMITED COMPANY FOR SECURING ALL
MONIES DUE OR TO BECOME DUE FROM THE COMPANY
AND/OR ALL OR ANY OF THE COMPANIES NAMED THEREIN
TO LLOYDS TSB BANK PLC ON ANY ACCOUNT WHATSOEVER
WAS REGISTERED PURSUANT TO CHAPTER 1 PART 25 OF THE
COMPANIES ACT 2006 ON THE 5 NOVEMBER 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8 NOVEMBER
2010

X



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES