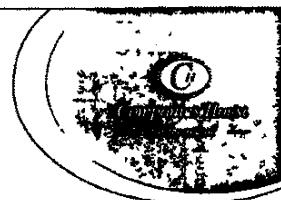


MG01

Particulars of a mortgage or charge



038928-13

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

FRIDAY



A20 15/04/2011 55
COMPANIES HOUSE

1 Company details		For official use	
Company number	01600117	1	32
Company name in full	VIRGIN ATLANTIC AIRWAYS LIMITED	→ 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	05/04/2011		
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	A Deed of Admission to an Omnibus Guarantee and Set-Off Agreement dated 23rd January 2004 - (the "Agreement")		
4 Amount secured			
Please give us details of the amount secured by the mortgage or charge			
Amount secured	Amount secured All money and liabilities then or at any time thereafter due, owing or incurred 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 Virgin Atlantic Airways Ltd - 1600117 Virgin Aviation Services Ltd - 1927016 Virgin Holidays Ltd - 1873815 Virgin Travel Group Ltd - 2274332 Worldwide Travel of East Anglia Ltd - 2580372 Bales Worldwide Ltd - 00441920 Reynard Aviation Ltd - 03462640 Virgin Holiday Cruises Ltd - 04067240		
		Continuation page Please use a continuation page if you need to enter more details	

MG01**Particulars of a mortgage or charge****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

Name	Lloyds TSB Bank plc
Address	25 Gresham Street
	London (30 00 02)
Postcode	E C 2 V 7 H N
Name	
Address	
Postcode	

Continuation page
Please use a continuation page if
you need to enter more details**Short particulars of all the property mortgaged or charged**

Please give the short particulars of the property mortgaged or charged

Short particulars

Any sum or sums standing to the credit of any present or future account of the Company with the Bank

NOTE By Clause 14 7 of the Agreement, the Company agreed that it would not (without the prior written consent of the Bank) assign, mortgage, charge, secure or otherwise confer upon any third party any right, title or interest in or to 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)

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

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

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 **Dr Tritton**

Company name **Lloyds TSB Bank plc**

Address **City Office**

PO Box 72

Bailey Drive

Post town **Gillingham Business Park**

County/Region **Kent**

Postcode

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

DX **155020 Gillingham 05**

Telephone **0207 775 2849**



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. 1600117
CHARGE NO. 132

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF ADMISSION TO AN
OMNIBUS GUARANTEE AND SET-OFF AGREEMENT 23RD
JANUARY 2004 (THE AGREEMENT) AND DATED 5 APRIL 2011
AND CREATED BY VIRGIN ATLANTIC AIRWAYS LIMITED 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 15 APRIL 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 APRIL 2011

DX

