

226623 / 39

In accordance with
Sections 859A and
859J of the Companies
Act 2006

MR01

Particulars of a charge



Companies House

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to register
a charge created or evidenced by
an instrument

☒ **What this form is NOT for**
You may not use this form to
register a charge where there is no
instrument Use form MR01

For further information, please
refer to our guidance at
www.companieshouse.gov.uk

This form must be delivered to the Registrar for registration within
21 days beginning with the day after the date of creation of the charge.
If the form is delivered outside of the 21 days it will be rejected unless it is accompanied by a court order extending the time for delivery

☒ You must enclose a certified copy of the instrument with this form
scanned and placed on the public record



A15 27/11/2013 #254
COMPANIES HOUSE

WEDNESDAY

1 Company details

Company number 0 2 5 2 3 3 5 4

Company name in full HEYWOOD WILLIAMS COMPONENTS LIMITED

8 For official use

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

All fields are mandatory unless
specified or indicated by *

2 Charge creation date

Charge creation date 2 1 1 1 2 0 1 3

3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees
entitled to the charge

Name BURDALE FINANCIAL LIMITED

Name

Name

Name

If there are more than four names, please supply any four of these names then
tick the statement below

☐ I confirm that there are more than four persons, security agents or
trustees entitled to the charge

MRO1

Particulars of a charge

4

Description

Please give a short description of any land (including buildings), ship, aircraft or intellectual property registered (or required to be registered) in the UK which is subject to this fixed charge or fixed security

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

Description

5

Fixed charge or fixed security

Does the instrument include a fixed charge or fixed security over any tangible or intangible (or in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box

☒ Yes

☐ No

6

Floating charge

Is the instrument expressed to contain a floating charge? Please tick the appropriate box

☒ Yes Continue

☐ No Go to **Section 7**

Is the floating charge expressed to cover all the property and undertaking of the company?

☐ Yes

7

Negative Pledge

Do any of the terms of the charge prohibit or restrict the chargor from creating any further security that will rank equally with or ahead of the charge? Please tick the appropriate box

☒ Yes

☐ No

MR01

Particulars of a charge

8

Trustee statement ¹

You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge

☐

¹ This statement may be filed after the registration of the charge (use form MR06)

9

Signature

Please sign the form here

Signature

Signature

X *Neel Jinh LLP.*

X

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

MR01

Particulars of a charge



Presenter information

We will send the certificate to the address entered below. All details given here will be available on the public record. You do not have to show any details here but, if none are given, we will send the certificate to the company's Registered Office address.

Contact name Victoria Thompson

Company name Reed Smith LLP

Address The Broadgate Tower

20 Primrose Street

Post town London

County/Region Greater London

Postcode E C 2 A 2 R S

Country United Kingdom

DX DX 1066/DX 18 City/London

Telephone 02031163509



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 a certified copy of the instrument with this form
- ☐ You have entered the date on which the charge was created
- ☐ You have shown the names of persons entitled to the charge
- ☐ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☐ You have given a description in Section 4, if appropriate
- ☐ You have signed the form
- ☐ You have enclosed the correct fee
- ☐ Please do not send the original instrument, it must be a certified copy



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 filed on paper.

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 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



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 2523354

Charge code: 0252 3354 0008

The Registrar of Companies for England and Wales hereby certifies that a charge dated 21st November 2013 and created by HEYWOOD WILLIAMS COMPONENTS LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 27th November 2013

A handwritten signature, possibly reading 'DX', in black ink.

Given at Companies House, Cardiff on 2nd December 2013



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**

Certified as a true copy of the
original instrument other than material
redacted pursuant to s.859G of the
Companies Act 2006

Reed Smith LLP
Reed Smith LLP
Date 25 Nov 2013

SUPPLEMENTAL FIXED CHARGE

Dated 21 November 2013

between

CARLISLE BRASS LIMITED AND OTHERS

as Chargors

and

BURDALE FINANCIAL LIMITED

as Security Trustee

ReedSmith

Reed Smith LLP
The Broadgate Tower
20 Primrose Street
London EC2A 2RS
Phone +44 (0) 20 3116 3000
Fax +44 (0) 20 3116 3999
DX1066 City / DX18 London

r e e d s m i t h . c o m

EME_ACTIVE 557930929 2 VTHOMPSO

This Supplemental Fixed Charge is made on 21 November 2013

Between:

- (1) **CARLISLE BRASS LIMITED** registered in England and Wales with number 02022858,
- (2) **EUROLITE DECORATIVE BRASS LIMITED** registered in England and Wales with number 03590915,
- (3) **HEYWOOD WILLIAMS COMPONENTS LIMITED** registered in England and Wales with number 02523354 (together with the parties listed at (1) and (2) above, each a "Chargor" and together the "Chargors"), and
- (2) **BURDALE FINANCIAL LIMITED** registered in England and Wales with number 2656007 (the "Security Trustee").

Recitals

- A. The parties to this Supplemental Fixed Charge (the "Parties") are party to a debenture dated 14 June 2013 (the "Debenture") in connection with a facility agreement dated 14 June 2013 between the parties and certain affiliates of the Chargors.
- B. The Security Trustee has requested that the Chargors enter into a supplemental fixed charge. Each Chargor has agreed to enter into such a supplemental fixed charge by way of further assurance to the Security Trustee.
- C. The Parties intend that this Supplemental Fixed Charge take effect as a deed notwithstanding that it may be executed under hand.

It is agreed

1. Definitions

- 1.1 Terms defined in the Debenture have the same meaning when used in this Supplemental Fixed Charge unless the context requires otherwise.
- 1.2 In this Supplemental Fixed Charge

"Additional Blocked Accounts" means each of the following

Account Holder	Currency	Account Number	Sort Code	Bank Details
Carlisle Brass Limited				
Euro-lite Decorative Brass Limited				

Account Holder	Currency	Account Number	Sort Code	Bank Details
Heywood Williams Components Limited	GBP	[REDACTED]	[REDACTED]	[REDACTED]
Heywood Williams Components Limited	GBP	[REDACTED]	[REDACTED]	[REDACTED]

- 1.3 The provisions of Clause 1.2 of the Debenture shall apply to this Supplemental Fixed Charge with such consequential changes as may be required

2. Fixed and Floating Security

- 2.1 Each Chargor, as security for the payment and performance of the Secured Liabilities
- (a) charges in favour of the Security Trustee by way of first fixed charge all of its right, title and interest (if any) in and to the Additional Blocked Accounts and all monies standing to the credit of the Additional Blocked Accounts and the debts represented by them; and
 - (b) charges to the Security Trustee by way of a floating charge the Additional Blocked Accounts not otherwise effectively charged by way of fixed charge by Clause 2.1(a) above,

provided that to the extent the Additional Blocked Accounts and any amounts standing to the credit thereof and the debts represented by them are effectively charged in favour of the Security Trustee by way of first fixed charge pursuant to the Debenture, they shall be excluded from this Supplemental Fixed Charge

3. Debenture Provisions

To the extent not set out in this Supplemental Fixed Charge, the provisions of the Debenture shall apply to this Supplemental Fixed Charge and the Debenture and this Supplemental Fixed Charge shall be read and construed as one to the extent that references in the Debenture to "this Deed" shall be deemed to include this Supplemental Fixed Charge

4. Counterparts

This Supplemental Fixed Charge may be executed in any number of counterparts and this has the same effect as if the signatures on the counterparts were on a single copy of this Supplemental Fixed Charge.

5. Governing Law

This Supplemental Fixed Charge, and any non-contractual obligations arising out of or in connection with it shall be governed by English law and shall be construed in accordance with English law and the parties submit to the non-exclusive jurisdiction of the English courts

Executed as a deed by
HEYWOOD WILLIAMS
COMPONENTS LIMITED
acting by a director in the presence of


)

)

)



Director


Signature of witness

Name RACHEL SULLIVAN

Address ALLAN ISLE, PREMISE WAY,

LOWREYS BUSINESS PARK, GUAND, NR5 9HF

In witness of which the parties have executed this Supplemental Fixed Charge as a deed on the day and year first written above

The Chargors

Executed as a deed by

CARLISLE BRASS LIMITED

acting by a director in the presence of

)

)

)

Director

Signature of witness

Name *Rachel Sullivan*

Address *ALLAN ISLE, PRINCE WAY,*

WOLFEYS BUSINESS PARK, GUAND, NXS 9HF

Executed as a deed by

EUROLITE DECORATIVE BRASS LIMITED

acting by a director in the presence of

)

)

)

Director

Signature of witness

Name *Rachel Sullivan*

Address *ALLAN ISLE, PRINCE WAY,*

WOLFEYS BUSINESS PARK, GUAND, NXS 9HF