

08349.178

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

Name MATRIX PRIVATE EQUITY PARTNERS LLP

Address ONE VINE STREET, LONDON

Postcode W 1 J 0 A H

Name

Address

Postcode

Continuation page

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

6

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

BY WAY OF A FIXED CHARGE OVER

ALL FREEHOLD AND LEASEHOLD PROPERTY OF THE COMPANY BOTH PRESENT AND FUTURE INCLUDING (BUT NOT LIMITED TO) ALL BUILDINGS AND FIXTURES (INCLUDING TRADE FIXTURES), PLANT, MACHINERY, VEHICLES, COMPUTERS AND OFFICE AND OTHER EQUIPMENT OF THE COMPANY BOTH PRESENT AND FUTURE (EXCLUDING STOCK IN TRADE OF THE COMPANY) FROM TIME TO TIME ON THAT PROPERTY, AND THE BENEFIT OF ALL EXISTING AND FUTURE LEASES, UNDERLEASES, TENANCIES AND AGREEMENTS RELATING TO THE PROPERTY (INCLUDING ALL RENTS AND PROFITS FROM THE PROPERTY),

ALL STOCKS, SHARES, BONDS AND SECURITIES OF ANY KIND WHETHER MARKETABLE OR OTHERWISE, AND ALL OTHER INTERESTS INCLUDING (BUT NOT LIMITED TO) LOAN CAPITAL OF THE COMPANY BOTH PRESENT AND FUTURE IN ANY COMPANY, FIRM, CONSORTIUM OR ENTITY INCLUDING ALL ALLOTMENTS, ACCRETIONS, OFFICES, RIGHTS, BENEFITS AND ADVANTAGES AT ANY TIME ACCRUING, OFFERED OR ARISING IN RESPECT OF OR INCIDENTAL TO SUCH STOCKS, SHARES, BONDS AND SECURITIES AND ALL STOCKS, SHARES, RIGHTS, MONEY OR PROPERTY ACCRUING TO THEM OR OFFERED AT ANY TIME BY WAY OF CONVERSION, REDEMPTION, BONUS, PREFERENCE, OPTION OR OTHERWISE IN RESPECT OF THEM,

ALL BOOK AND OTHER DEBTS, REVENUES AND CLAIMS BOTH PRESENT AND FUTURE (INCLUDING THINGS IN ACTION WHICH MAY GIVE RISE TO A DEBT, REVENUE OR CLAIM) DUE OR OWING OR WHICH MAY BECOME DUE OR OWING TO, OR BE PURCHASED OR OTHERWISE ACQUIRED BY, THE COMPANY, AND THE FULL BENEFIT OF ALL RIGHTS AND REMEDIES RELATING TO SUCH BOOK AND OTHER DEBTS, REVENUES AND CLAIMS INCLUDING (BUT NOT LIMITED TO) ANY NEGOTIABLE OR NON-NEGOTIABLE INSTRUMENTS, GUARANTEES, INDEMNITIES, DEBENTURES, LEGAL AND EQUITABLE CHARGES AND OTHER SECURITY, RESERVATION OF PROPRIETARY RIGHTS OF TRACING, LIENS AND ALL OTHER RIGHTS AND REMEDIES OF ANY NATURE IN RESPECT OF SUCH PROPERTY, AND

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

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

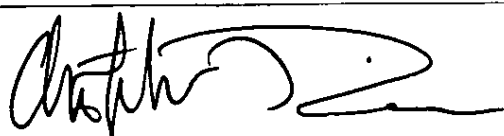
Signature

Please sign the form here

Signature

Signature

X



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

Company name

Harvey Ingram LLP

Address

8th Floor Edmund House

12-22 Newhall Street

Birmingham

Postcode

United Kingdom

County/Region

Postcode

B 3 3 E W

Country

DX 13029 Birmingham 1

Telephone

+44 (0)121 214 1200



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 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

MG01 - continuation page

Particulars of a mortgage or charge



6

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

THE UNCALLED CAPITAL, GOODWILL AND ALL PATENTS, PATENT APPLICATIONS, TRADE MARKS, TRADE NAMES, REGISTERED DESIGNS AND COPYRIGHTS, AND ALL LICENCES AND ANCILLARY AND CONNECTED RIGHTS RELATING TO THE INTANGIBLE PROPERTY BOTH PRESENT AND FUTURE OF THE COMPANY

BY WAY OF A FLOATING CHARGE OVER THE UNDERTAKING AND ALL OTHER ASSETS OF THE COMPANY BOTH PRESENT AND FUTURE, INCLUDING (BUT NOT LIMITED TO) THE STOCK IN TRADE OF THE COMPANY, AND THE HERITABLE PROPERTY WHICH ARE OR MAY BE FROM TIME TO TIME COMPRISED IN THE PROPERTY AND UNDERTAKING OF THE COMPANY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 2715773
CHARGE NO 5**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 24 OCTOBER
2011 AND CREATED BY RAB CARRINGTON LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO MATRIX PRIVATE EQUITY PARTNERS LLP ON
ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT
TO CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE
28 OCTOBER 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1 NOVEMBER
2011

Dx



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES