

MG01

Particulars of a mortgage or charge

252478/325



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 re-
particulars of a charge for a S
company. To do this, please u
form MG01s

TUESDAY



A14 *AIM5DOYI* 5
09/11/2010
COMPANIES HOUSE

1 Company details

Company number 4 3 5 6 8 6 2
Company name in full Phynova Limited (the **Chargor**)

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 0 1 1 1 2 0 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 Debenture (the **Debenture**) dated 1 November 2010 and made between the
Chargor (1) and Thomson Business Consultants Limited (2) (the **Chargee**)

4 Amount secured

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

Amount secured All present and future monies, obligations and
liabilities owed by Phynova Group Limited to the
Chargee, whether actual or contingent and whether
owed jointly or severally, as principal or surety
and/or in any other capacity whatsoever, under or
in connection with the Debenture Instrument or
incurred by the Chargor under the Debenture
(including, without limitation, those arising under
clause 12.3 of the Debenture) together with all
interest (including, without limitation, default
interest) accruing in respect of such monies or
liabilities (the **Secured Liabilities**)

Continuation page

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

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	Thomson Business Consultants Limited	
Address	Lime Tree House, The Street, High Easter, Essex,	
Postcode	C M 1 4 Q S	
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	<p>Security</p> <p>1 Under the Debenture and as a continuing security for the payment and discharge of the Secured Liabilities, the Chargor with full title guarantee</p> <p>1 1 charged to the Chargee, by way of first legal mortgage, all the Properties listed in the Schedule,</p> <p>1 2 charges to the Chargee, by way of first floating charge</p> <p>(a) all Properties acquired by the Chargor in the future,</p> <p>(b) all present and future interests of the Chargor not effectively mortgaged or charged under the preceding provisions in or over freehold or leasehold property,</p> <p>(c) all present and future rights, licences, guarantees, rents, deposits, contracts, covenants and warranties relating to the Properties,</p> <p>(d) all licences, consents and authorisations, statutory or otherwise held or required in connection with the use of any Charged Property and all rights in connection with them,</p> <p>(e) all present and future goodwill and uncalled capital for the time being of the Chargor,</p> <p>(f) all Equipment;</p> <p>(g) Intellectual Property,</p> <p>(h) all licences, consents and authorisations, statutory or otherwise held or required in connection with the Chargor's business, and</p> <p>(i) all the undertaking, property, assets and rights of the Chargor at any time not effectively mortgaged, charged or assigned pursuant to the aforementioned 1 1 and 1.2</p> <p>Definitions</p> <p>Charged Property - all the assets, property and undertaking for the time being subject to the security interests created by the Debenture (and references to the Charged Property include references to any part of it).</p> <p>See continuation sheet</p>	

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	<p>Debenture Instrument - the debenture instrument dated on or around the date of this debenture made between Phynova Group Limited and the Chargee (amongst others) for the subscription by the Chargee in debenture stock in Phynova Group Limited</p> <p>Equipment - all present and future equipment, plant, machinery, tools, vehicles, furniture, fittings, installations and apparatus and other tangible moveable property for the time being owned by the Chargor, including any part of it and all spare parts, replacements, modifications and additions</p> <p>Properties - all freehold and leasehold properties (whether registered or unregistered) and all commonhold properties, now or in the future (and from time to time) owned by the Chargor or in which the Chargor holds an interest (including (but not limited to) the properties which are briefly described in the Schedule) and Property means any of them</p> <p>Intellectual Property - the Chargor's present and future patents, trade marks, service marks, trade names, designs, copyrights, inventions, topographical or similar rights, confidential information and know-how and any interest in any of these rights, whether or not registered, including all applications and rights to apply for registration and all fees, royalties and other rights derived from, or incidental to, these rights</p> <p style="text-align: center;">SCHEDULE</p> <p style="text-align: center;">Properties</p> <p style="text-align: center;">None</p>	

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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

Andrew Jackson

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 Daniel Hammond

Company name Andrew Jackson Solicitors

Address Essex House

Manor Street

Post town Hull

County/Region

Postcode H U 1 1 X H

Country

DX 11,920 HULL

Telephone 01482 325242



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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4356862
CHARGE NO. 4**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 1 NOVEMBER
2010 AND CREATED BY PHYNOVA LIMITED FOR SECURING
ALL MONIES DUE OR TO BECOME DUE FROM PHYNOVA
GROUP LIMITED TO THOMSON BUSINESS CONSULTANTS
LIMITED 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
9 NOVEMBER 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9 NOVEMBER
2010

