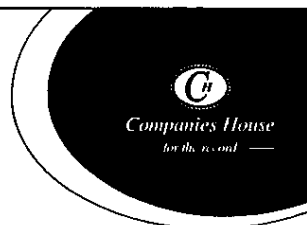


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MG01

Particulars of a mortgage or charge



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 register particulars of a charge for a company. To do this, please use form MG01s

TUESDAY



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A08

27/11/2012

#230

COMPANIES HOUSE

1 Company details

Company number 0 4 5 7 1 0 2 0

Company name in full TMI FOODS LIMITED (the "Chargor")

For official use
14

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 0 9 / 1 1 / 2 0 1 2

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

SECURITY ASSIGNMENT

4 Amount secured

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

Amount secured

All monies and liabilities that were at the date of the Security Assignment or shall be from time to time thereafter due, owing or incurred by the Chargor to Danske Bank A/S, London Branch and Danske Bank A/S, Irish Branch (together the "Banks") (or either of them) on any account or in any manner whatever or howsoever otherwise (a) whether actually or contingently, and (b) whether solely or jointly with any other person(s), and (c) whether as principal or surety of otherwise, and (d) whether originally due, owing or incurred to the Banks (or either of them) or purchased or otherwise acquired by it, and (e) whether in respect of principal, interest, discount, commission, fees or expenses or otherwise (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 Danske Bank A/S, London Branch

Address 75 King William Street

London

Postcode E C 4 N 7 D T

Name Danske Bank A/S, Irish Branch

Address 3rd Floor, International House, 3 Harbourmaster Place

IFSC, Dublin 1, Republic of Ireland

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

As security for the payment and discharge of the Secured Liabilities, the Chargor as beneficial owner

(i) assigned in favour of the Banks all its right, title, interest and benefit, present and future, in, under and to the Contracts in each case including all rights to receive payment of any amounts which may become payable to the Chargor thereunder, all payments received by the Chargor thereunder, all rights to serve notices, give consents and/or make demands thereunder and/or otherwise act thereunder and pursuant thereto (including to take such steps as are required to cause payments to become due and payable thereunder) and, all rights of action in respect of any breach thereof or default in respect thereto, and all rights to receive damages or obtain other relief in respect thereto and the proceeds of any of the foregoing to hold the same unto the Banks absolutely, and

(ii) charged in favour of the Banks by way of first fixed charge the Designated Account and all monies (including interest) from time to time standing to the credit thereof and the debts represented thereby

By Clause 7 1 3 (Negative Pledge) of the Security Assignment, the Chargor covenanted not to create or permit to subsist any Security Interest over the Secured Assets or any of them, or part with, sell, transfer, lend, lease or otherwise dispose of, whether by means of one or of a number of transactions related or not and whether at one time or over a period of time, the whole or any part of the Secured Assets

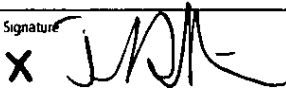
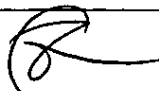
(continued on the Continuation Sheet)

MG01

Particulars of a mortgage or charge

7	Particulars as to commission, allowance or discount (if any) <p>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</p> <ul style="list-style-type: none"> - subscribing or agreeing to subscribe, whether absolutely or conditionally, or - procuring or agreeing to procure subscriptions, whether absolute or conditional, <p>for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered</p>
Commission allowance or discount	Nil

8	Delivery of instrument <p>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).</p> <p>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).</p>
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9	Signature <p>Please sign the form here</p> <p>Signature   X</p> <p>AUTHORISED SIGNATORIES FOR DANSKE BANK A/S, LONDON BRANCH</p> <p>This form must be signed by a person with an interest in the registration of the charge</p>
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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 **Legal & Compliance Department**

Company name **Danske Bank A/S, London Branch**

Address **75 King William Street**

Post town **London**

County/Region

Postcode **E C 4 N 7 D T**

Country **England**

DX

Telephone **020 7410 8312**



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

Continuation Sheet to Form MG01

TMI FOODS LIMITED Company number: 04571020

"Contracts" means any loan agreement, credit agreement or any recording of any financial accommodation, loan or credit whether written or oral and whether on intercompany account or otherwise entered into between the Chargor and any of the Companies from time to time and as from time to time modified, amended, varied, supplemental replaced or novated with the full benefit of all negotiable or non-negotiable instruments, guarantees, indemnities, Security Interests and other security in respect of the same

"Companies" means each of the following companies incorporated in the Republic of Ireland Q K Cold Stores Limited, Dawn Farm Foods Limited, Quelly Pig Slaughtering Limited, Glenpatrick Spring Water Company Limited, Tabard Limited, Dawn Fresh Foods Limited, Dawn International Limited, Wood Lace Limited, Arrow Trust Limited, Arrow Leasing Limited, Arrow Finance Limited, Queally Holdings Limited, Q K Management Services Limited, Gailard Securities, Dawn Farms Distribution Limited, Maudlins Waste Management Limited, Redlen Limited, Simply Soups Limited, Balravlin Limited, Matthewstown Milling Limited, Cheekvale Limited, Abbeycross Inns Limited, Conclave Holdings, Limited, Hydroland Limited, Goldstate Limited, Brandwave Limited, Mozemo Limited, Vitner Products Limited, Kilkenny Nutritional Beverage Company Limited, Glenpatrick Natural Mineral Water Coolers Limited, International Meat Ingredients Limited, Arrow Group Limited, Pasta Concepts Limited, Dawn Fresh Fethard Limited, Agri-Dev Limited, Irish Dog Foods Limited, Hazelmark Developments Limited, South Eastern Tilt Up Limited, Colindale Limited, South Eastern Enterprises Limited, and each of the following companies incorporated in England IDF (Marston) Limited, Dawn Farm Foods (UK) Limited and Oak Farm Foods Limited

"Designated Account" means any account or accounts as the Banks (or either of them) may from time to time specify for the purpose of receiving all amounts receivable under the Contracts

"Secured Assets" means the assets and revenues of the Chargor which are, or are expressed to be, the subject of any security created, constituted or evidenced or expressed or intended to be created, constituted or evidenced by the Security Assignment

"Security Interest" means any mortgage, charge, pledge, lien or other security interest and any agreement or arrangement having substantially the same economic effect



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4571020
CHARGE NO. 14**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SECURITY ASSIGNMENT DATED 9
NOVEMBER 2012 AND CREATED BY TMI FOODS LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO DANSKE BANK A/S, LONDON BRANCH AND
DANSKE BANK A/S, IRISH BRANCH (OR EITHER OF THEM) ON
ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT
TO CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE
27 NOVEMBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28 NOVEMBER
2012

2



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES