

# MR04

## Statement of satisfaction in full or in part of a charge



Companies House

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☒ **What this form is for**  
You may use this form to register  
a statement of satisfaction in full  
or in part of a mortgage or charge  
against a company.

☐ **What this form is NOT for**  
You may not use this form to  
register a statement of satisfaction  
in full or in part of a mortgage or  
charge against an LLP. Use form  
LL MR04.



FRIDAY

<b>1</b>	<b>Company details</b>	<b>5</b> Filing in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless specified or indicated by *
Company number	0 4 6 6 1 5 7 5	
Company name in full	CELSEA STEEL (UK) LIMITED (the "Chargor")	

<b>2</b>	<b>Charge creation</b>
When was the charge created? → Before 06/04/2013. Complete <b>Part A and Part C</b> → On or after 06/04/2013. Complete <b>Part B and Part C</b>	

### Part A Charges created before 06/04/2013

<b>A1</b>	<b>Charge creation date</b>
Please give the date of creation of the charge.	
Charge creation date	2 1 1 2 2 0 0 6

<b>A2</b>	<b>Charge number</b>
Please give the charge number. This can be found on the certificate.	
Charge number*	5

<b>A3</b>	<b>Description of instrument (if any)</b>	<b>Continuation page</b> Please use a continuation page if you need to enter more details.
Instrument description	Charge over Receivables Account supplemental to two Debentures dated 18 February 2003 and 16 April 2004 between the Chargor (1) and Bank of America N.A. (2) (the "Charge").	

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A4

**Short particulars of the property or undertaking charged**

Please give the short particulars of the property or undertaking charged.

Short particulars

*As continuing security for the payment, performance and discharge of the Secured Obligations the Chargor with full title guarantee charges, by way of fixed first charge, the Euro Receivables Account and all moneys from time to time deposited in or standing to the credit of the Euro Receivables Account and the benefit of all rights relating thereto.*

[See attached schedule to the original Form M395 for definitions of capitalised terms]

**Continuation page**

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

**Part B**

**Charges created on or after 06/04/2013**

B1

**Charge code**

Please give the charge code. This can be found on the certificate.

Charge code ❶

-     -

**❶ Charge code**

This is the unique reference code allocated by the registrar.

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**Part C**

**To be completed for all charges**

**C1**

**Satisfaction**

I confirm that the debt for the charge as described has been paid or satisfied.  
Please tick the appropriate box.

- ☒ In full  
☐ In part

**C2**

**Details of the person delivering this statement and their interest in the charge**

Please give the name of the person delivering this statement

Name

Cleary Gottlieb Steen & Hamilton LLP

Please give the address of the person delivering this statement

Building name/number

2

Street

London Wall Place

Post town

London

County/Region

Greater London

Postcode

E C 2 Y 5 A U

Please give the person's interest in the charge (e.g. chargor/chargee etc).

Person's interest in the charge

Solicitor on behalf of the Chargor

**C3**

**Signature**

Please sign the form here.

Signature

Signature

X Cleary Gottlieb Steen & Hamilton LLP X

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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. The contact information you give will be visible to searchers of the public record.

Contact name	Paola Stratta
Company name	Cleary Gottlieb Steen & Hamilton LLP
Address	2 London Wall Place
Post town	London
County/Region	Greater London
Postcode	E C 2 Y 5 A U
Country	England
DX	
Telephone	020 7614 2225



### 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.
- Part A Charges created before 06/04/2013**
  - ☐ You have given the charge date.
  - ☐ You have given the charge number (if appropriate)
  - ☐ You have completed the Description of instrument and Short particulars in Sections A3 and A4.
- ☐ **Part B Charges created on or after 06/04/2013**  
You have given the charge code.
- ☐ **Part C To be completed for all charges**
  - ☐ You have ticked the appropriate box in Section C1.  
You have given the details of the person delivering this statement in Section C2.
  - ☐ You have signed the form.



### Important information

Please note that all information on this form will appear on the public record.



### 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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)

## Schedule

### Definitions of Capitalised Terms

**"Agent"** means Bank of America N.A., 5 Canada Square, London, E14 5AQ,;

**"Banks"** means Bank of America N.A, Venture Finance PLC and Enterprise Finance Europe (UK) Limited; and any bank, financial institution, trust, fund or other entity which has become a party to the Syndicated Credit Agreement pursuant to clause 25 (Assignments and transfers) and which, in each case, has not ceased to be a party to the Syndicated Credit Agreement;

**"Beneficiaries"** means each of the Agent, the Issuing Bank, the Security Trustee and any Bank;

**"Celsa UK Group Undertaking"** means the deed of undertaking dated 18 February 2003 entered into between (1) the Parent, (2) OpCo, (3) PropCo, (4) the Chargor and (5) Bank of America, National Association (acting in its capacity as Agent and Security Trustee) as amended and/or restated on or about the date of the Supplemental Agreement;

**"Debentures"** means the debentures dated 19 February 2003 and 16 April 2004 entered into between the Chargor and the Security Trustee;

**"Euro Receivables Account"** means the account in the name of the Chargor with Bank of America N.A., 5 Canada Square, London, E14 5AQ, account number 6008 65716030, sort code 16-50-50;

**"Fees Letter"** means the letter from the Agent to the Chargor dated on or about the date of the Supplemental Agreement setting out certain of the fees payable under clause 19 (Fees) and pursuant to the Supplemental Agreement;

**"Finance Documents"** means the Syndicated Credit Agreement, the Security Documents, the Hedging Agreements, the Fees Letter, the Celsa UK Group Undertaking, the Supplemental Agreement and any other agreement, deed, notice, document or certificate entered into pursuant thereto or otherwise in connection therewith from time to time;

**"Hedging Agreements"** means the interest rate hedging agreements entered into between the Chargor and the Agent or other banks or financial institutions reasonably acceptable to the Agent in the approved terms;

**"Issuing Bank"** means Bank of America N.A., 5 Canada Square, London, E14 5AQ,;

**"OpCo"** means Celsa Manufacturing (UK) Limited (formerly known as Celsa Steel (UK) Limited), a company incorporated in England and Wales with registered number 4577881;

**"Parent"** means Celsa (UK) Holdings Limited, a company incorporated in England and Wales with registered number 4578086;

**"PropCo"** means Celsa (Wales) Limited, a company incorporated in England and Wales with registered number 4578079;

**"Secured Parties"** means each of the Banks, the Agent, the Issuing Bank and the Security Trustee;

**"Security Documents"** means the Debentures and any document creating an encumbrance over any asset of the Chargor entered into pursuant thereto and any other security document granted to the Security Trustee as security for the Chargor's obligations to the Beneficiaries;

**"Security Trustee"** means Bank of America N.A., 5 Canada Square, London, E14 5AQ;

**"Supplemental Agreement"** means the deed of amendment and restatement dated 21 December 2006 pursuant to which the Syndicated Credit Agreement was amended and restated entered into between (1) the Chargor, (2) OpCo, PropCo and the Parent, (3) Bank of America, National Association (as Agent, Issuing Bank and Security Trustee) and (4) the banks and financial institutions named therein;

**"Syndicated Credit Agreement"** means the agreement dated 18 February 2003 as amended and restated pursuant to supplemental deeds dated 16 April 2004, 24 March 2005, 16 December 2005, 3 May 2006 and 21 December 2006;