

MG01

Particulars of a mortgage or charge

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LASERFORM

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 r
particulars of a charge for a s
company To do this, please
form MG01s

SATURDAY



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A12

04/06/2011

265

COMPANIES HOUSE

For official use

9

Filling in this form

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

1

Company details

Company number

0 5 0 1 5 4 4 6

Company name in full

The Engine Group Limited (the "Assignor")

2

Date of creation of charge

Date of creation

d2 d0 m0 m5 y2 y0 y1 y1

3

Description

Description

Please give a description of the instrument (if any) creating or evidencing the
charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'

Insurance Assignment (of Keyman Life Policies) relating to the Facilities Agreement (as defined
below) between, amongst others, (1) the Assignor and (2) The Governor and Company of the Bank
of Ireland (as Security Trustee) (the "Assignment")

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Amount secured

Amount secured

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

Means all monies, present and future obligations and liabilities
(whether actual or contingent, whether owed jointly, severally or in
any other capacity whatsoever and whether originally incurred by the
Assignor or by some other person) now or after the date of the
Assignment due, owing or incurred by the Assignor to the Finance
Parties (or any of them), in any manner and in any currency or
currencies together with all interest accruing on such monies and
liabilities and all fees, costs, charges and expenses incurred by the
Finance Parties in each case under or pursuant to the Finance
Documents except for any obligation or liability which, if it were so
included, would cause that obligation or liability or any of the Security
in respect thereof, to be unlawful or prohibited by any applicable law
including a contravention of sections 678-683 of the Companies Act
2006 or its equivalent in any other jurisdiction

Continuation page

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

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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 The Governor and Company of the Bank of Ireland (the "Security Trustee")

Address Bow Bells House, 1 Bread Street

London

Postcode E C 4 M 9 B E

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

1 Assignment**5 1 Assignment**

The Assignor assigned and agreed to assign all of its right, title and interest present and future, in and to the Policies (including all new, amended and substituted policy or policies relating thereto) and all monies including bonuses accrued, or which may at any time after the date of the Assignment accrue, which shall become payable under them and the benefit of all powers and remedies for enforcing the same absolutely and the full benefit thereof, subject only to the proviso for reassignment on redemption contained in Clause 4 2 of the Assignment

2 Further assurances**2 1 Further action**

The Assignor shall, at its own expense, promptly take whatever action the Security Trustee may require for

- (a) creating, perfecting or protecting the Security intended to be created by the Assignment, and
- (b) facilitating the realisation of any Security or the exercise of any right, power or discretion exercisable by the Security Trustee or any Receiver or any of its or their delegates or sub-delegates in respect of the Security,

including the execution of any transfer, assignment or assurance whatsoever whether to the Security Trustee or to its nominees, and the giving of any notice, order or direction and the making of any registration, which in any such case, the Security Trustee may think expedient

cont'd/

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

In this Form MG01, capitalised terms are defined in the Facilities Agreement unless defined below or otherwise herein

Policies	the policies of insurance, particulars of which are set out in Table 1, together with any policy or policies in substitution or replacement of them (each a "Policy")
Receiver	any receiver, receiver and manager or administrative receiver appointed by the Security Agent under the Debenture
Security	Any Security Interest created by or pursuant to the Assignment
Security Interest	any mortgage, pledge, lien, charge, assignment by way of security, hypothecation, security interest, title retention preferential right or trust arrangement or any other security agreement or arrangement having the effect of security

Table 1 Policies

Life Assured	Insurer and Policy No	Term and Cover	Insured Amount
D Klein	AEGON Scottish Equitable, L0190089843	5 Apr 2011 to 5 Apr 2016, Life & critical illness, total & permanent disability	£2,000,000
P Scott	AEGON Scottish Equitable L0194979843	20 Dec 2010 to 20 Dec 2015 Life & critical illness	£7,000,000

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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

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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).

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Signature

Please sign the form here

Signature

Signature

X

ST Barrow LLP

X

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

CHFP025

05/10 Version 4.0

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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 Richard Pilgrim

Company name S J Berwin

Address 10 Queen Street Place

Post town London

County/Region Greater London

Postcode E C 4 R 1 B E

Country United Kingdom

DX 255 Chancery Lane

Telephone



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. 5015446
CHARGE NO. 9**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN INSURANCE ASSIGNMENT (OF
KEYMAN LIFE POLICIES) DATED 20 MAY 2011 AND CREATED
BY THE ENGINE GROUP LIMITED FOR SECURING ALL MONIES
DUE OR TO BECOME DUE FROM THE ASSIGNOR OR BY SOME
OTHER PERSON TO THE FINANCE PARTIES OR ANY OF THEM
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 4 JUNE 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7 JUNE 2011

DX



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES