

MG01

Particulars of a mortgage or charge

010335/13



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.

FRIDAY



PC1 15/01/2010 128
COMPANIES HOUSE

1 Company details

Company number 05200766

Company name in full ABFloor Ltd

3

For official use

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 12 01 2010

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

4 Amount secured

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

Amount secured

All monies due or to become
due from the company to the
chargee on any account
whatsoever.

Continuation page

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

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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

Hitachi Capital (UK) plc t/as Hitachi Capital

Address

Invoice Finance, 5 Hollinswood Court,
Stafford Park 1, Telford

Postcode

TF3 3DE

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

As a continuing security for the payment and discharge of the Secured Liabilities, the Client with full title guarantee:

charges to Hitachi, by way of first legal mortgage, all the Properties as listed in Schedule 2 to the charge;

charges to Hitachi, by way of first fixed charge:

- all Properties acquired by the Client in the future;
- all present and future interests of the Client not effectively mortgaged or charged under the preceding provisions of this clause in, or over, freehold or leasehold property;
- all present and future rights, licences, guarantees, rents, deposits, contracts, covenants and warranties relating to the Properties;
- all licences, consents and authorisations (statutory or otherwise) held or required in connection with the Client's business or the use of any Charged Property, and all rights in connection with them;
- all present and future goodwill and uncalled capital for the time being of the Client;
- all the Equipment;
- all the Intellectual Property;
- all Non-vesting Debts and the proceeds thereof, present or future;
- all Other Debts and the proceeds thereof, present or future;
- all the Investments; and
- all monies from time to time standing to the credit of its accounts with any bank, financial institution or other person (including each Designated Account).

assigns to Hitachi, by way of first fixed charge, all its rights in any policies of insurances or assurance present or future (including, without limitation, any insurances relating to the Properties or the Equipment);

assigns to Hitachi, by way of first fixed charge, to the extent the same are assignable the benefit of the Assigned Agreements and the benefit of any guarantee or security for the performance of the Assigned Agreements; and

charges to Hitachi, by way of first floating charge, all the undertaking, property, assets and rights of the Client at any time not effectively mortgaged, charged or assigned pursuant to clause 3.1(a) to clause 3.1(d) of the charge inclusive.

Cont....


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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>Definitions</p> <p>Secured Liabilities: all present and future monies, obligations and liabilities owed by the Client to Hitachi, whether actual or contingent and whether owed jointly or severally, as principal or surety and/or in any other capacity, under or in connection with the Debt Purchase Agreement or this debenture (including, without limitation, those arising under clause 12.3(b)) together with all interest (including, without limitation, default interest) accruing in respect of such monies or liabilities.</p> <p>Debt Purchase Agreement: the Debt Purchase Agreement between the Client and Hitachi for the provision of the finance facilities secured by this debenture, as the same may be amended, varied, added to or replaced from time to time.</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 Client, including any part of it and all spare parts, replacements, modifications and additions.</p> <p>Intellectual Property: the Client'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>Non-vesting Debts: means any Debts which, for any reason, fail to fully and effectively vest in Hitachi pursuant to the Debt Purchase Agreement.</p> <p>Investments: all present and future stocks, shares, loan capital, securities, bonds and investments (whether or not marketable) for the time being owned (at law or in equity) by the Client, including all rights accruing or incidental to those investments from time to time.</p>	

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7	Particulars as to commission, allowance or discount (if any)	
Commission allowance or discount	<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>	
8	Delivery of instrument	
9	Signature	
Signature	<p>Please sign the form here.</p> <div data-bbox="325 1809 1123 1935"> <div>Signature</div> <div>  </div> </div> <p>This form must be signed by a person with an interest in the registration of the charge.</p>	

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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	Catherine Follows
Company name	Hitachi Capital (UK) plc t/as Hitachi Capital Invoice Finance
Address	5 Hollinswood Court Stafford Park 1
Post town	Telford
County/Region	Shropshire
Postcode	T F 3 3 D E
Country	UK
DX	
Telephone	01952 213300



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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
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. 5200766
CHARGE NO. 3**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 12 JANUARY
2010 AND CREATED BY ABFLOOR LIMITED FOR SECURING
ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY
TO HITACHI CAPITAL (UK) PLC ON ANY ACCOUNT
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1
PART 25 OF THE COMPANIES ACT 2006 ON THE 15 JANUARY
2010**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 21 JANUARY
2010**



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**