

217385.13
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
particulars of a charge for a
company. To do this, please
form MG01s.

THURSDAY



A08 *AQWKS9X* 26
31/12/2009
COMPANIES HOUSE

1 Company details

Company number 0 5 3 1 0 6 5 5

☒ Company name in full Ineos Europe Limited (the "Charging Company")

For official use

14

→ **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 d1 d4 m1 m2 y2 y0 y0 y9

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 CB6 Corporate Deposit Deed (Charge Form, All Monies and Liabilities)
dated 14 December 2009 (the "Deed") between the Charging Company and
Citibank International Plc (the "Bank").

4 Amount secured

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

Amount secured 04
By clause 1 (*Payment and Discharge*) the Charging
Company shall on demand pay and discharge in
full all obligations and liabilities now or in
the future due, owing or incurred, or expressed
or intended to be due, owing or incurred, to the
Bank (whether actually or contingently, alone or
jointly, or as principal or surety) by the
Charging Company in any currency together with
interest (before as well as after judgment) to
the date of payment at such rates and upon such
terms as may from time to time be payable or
expressed or intended to be payable by the
Charging Company and all costs, commissions and
fees incurred by the Bank in relation to the
Charging Company (the "**Obligations**").

Continuation page

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

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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 Citibank International Plc
Address Europe Trade Operations
3rd Floor, 4 Harbour Exchange, London
Postcode E 1 4 9 G 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 See Part II of the attached continuation page to this section 6.
Part III of the attached continuation page to this section 6 refers to covenants by, and restrictions on, the Charging Company which protect and further define the charges created by the Deed and must be read as part of those charges.

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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

N/A

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

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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 F3AMT/SOA/TSMD/32653.02068

Company name Lovells LLP

Address Atlantic House

Holborn Viaduct

London

Post town

County/Region

Postcode E C 1 A 2 F G

Country

DX 57 London Chancery Lane

Telephone +44 (20) 7296 2000



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

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Particulars of a mortgage or charge

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Short particulars of all the property mortgaged or charged

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

Short particulars

In this continuation page, references to clauses, sections and schedules are to clauses, sections and schedules to the Deed unless otherwise specified. In this Form MG01 the following expressions shall have the following meanings respectively set out below:

Part I
Definitions

"Charged Account" is as defined in part II of this Schedule.

"Charged Assets" is as defined in part II of this continuation page.

"Deposits" is as defined in part II of this continuation page.

"Designated Account" means account number 12512440 (USD) (as from time to time re-designated or re-numbered) in the name of the Charging Company and held with the Bank.

"Encumbrance" means any mortgage, charge, pledge, hypothecation, lien, assignment, option, right of set-off, right to acquire, right of pre-emption, security interest, trust arrangement and any other equity or preferential right or any agreement or arrangement to create any of them.

"Obligations" is as defined in section 6 of this Form MG01.

Part II
Particulars of property mortgaged or charged

By clause 2 (*Charge*) the Charging Company charges and agrees to charge by way of first fixed charge with full title guarantee in favour of the Bank:

- (a) the Designated Account and any other account in any currency (as from time to time re-designated or re-numbered) opened or maintained by the Bank in the name of the Charging Company or its nominee (the Designated Account and any such other account each being a "Charged Account"); and

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6 Short particulars of all the property mortgaged or charged

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

Short particulars

+95

- (b) all moneys now or at any time standing to the credit of the Charged Accounts and all entitlements to interest and other rights, benefits and claims accruing to, or arising in connection with, those moneys or the Charged Accounts (together being the "Deposits"),

(the Charged Accounts and the Deposits together being the "Charged Assets") for the payment to the Bank, and the discharge, of all of the Obligations.

Part III
Covenants and Restrictions

By clause 2.02 (Charge) at any time after the Bank demands payment of any of the Obligations, or if requested by the Charging Company, the Bank may exercise all the powers conferred on mortgagees by law, including but not limited to, taking possession of, and collecting, the Charged Assets, settling claims, bringing legal actions, redeeming any security interest and exercising all other powers as the Bank thinks fit to realise the Charges Assets, and may apply all or any part of the Charged Assets (whether on or before the expiry of any fixed or minimum period for which any of the Charged Assets has been placed with the Bank) in or towards satisfaction of the Obligations and in such order as the Bank may in its absolute discretion from time to time determine.

By clause 6 (Negative Covenants) the Charging Company shall not:

- (a) sell or dispose of all or any of its right, title and interest in and to all or any part of the Charged Assets (or agree to do so); or
- (b) create or permit to subsist any Encumbrance (of any ranking) over its right, title and interest in and to all or any of the Charged Assets (or agree to do so); or
- (c) (without limiting paragraphs (a) or (b) above) withdraw, transfer or deal with all or any part of the Charged Assets (or agree to do so),

save as contemplated by the Deed or otherwise with the Bank's prior written consent (and subject to any conditions the Bank may attach to that consent, if given).

By clause 14.03 (Assignment) none of the Charged Assets nor any right, title or interest in or to them shall, save as expressly provided in the Deed, be capable of assignment, transfer or other Encumbrance or disposal by the Charging Company.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 5310655
CHARGE NO. 14**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A CB6 CORPORATE DEPOSIT DEED
DATED 14 DECEMBER 2009 AND CREATED BY INEOS EUROPE
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO CITIBANK INTERNATIONAL
PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED
PURSUANT TO CHAPTER 1 PART 25 OF THE COMPANIES ACT
2006 ON THE 31 DECEMBER 2009**

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9 JANUARY 2010

DX 144



Companies House
— for the record —



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