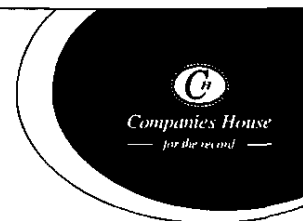


121485/13

In accordance with  
Section 860 of the  
Companies Act 2006

MG01

## Particulars of a mortgage or charge



A fee is payable with this form

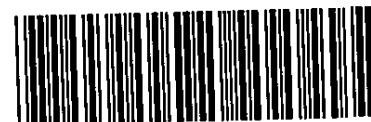
We will not accept this form unless you send the correct fee

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



\*R1D03SEI\*

RCS

12/07/2012

#274

COMPANIES HOUSE

\*A1CV5TZN\*

A31

10/07/2012

#187

COMPANIES HOUSE

<b>1 Company details</b>		For official use
Company number	0 5 3 6 9 2 3 5	<b>Filling in this form</b> Please complete in typescript or in bold black capitals  All fields are mandatory unless specified or indicated by *
Company name in full	CalaChem Limited (the "Company")	
<b>2 Date of creation of charge</b>		
Date of creation	d 2 d 7 m 0 m 6 y 2 y 0 y 1 y 2	
<b>3 Description</b>		
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 (the "Charge")	
<b>4 Amount secured</b>		
Please give us details of the amount secured by the mortgage or charge		
Amount secured	All the Company's liabilities to RBSIF of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another), together with RBSIF's charges and commission Interest and Expenses, accruing or arising under any Debt Purchase Agreement ("the Company's Obligations")  Capitalised terms appearing in this Form MG01 and continuation pages shall have the meanings ascribed to them under the heading "DEFINED TERMS" on the continuation page entitled "Short particulars of all the property mortgaged or charged"	
		<b>Continuation page</b> 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

Name

RBS Invoice Finance Limited ("RBSIF")

Address

Smith House PO Box 50 Elmwood Avenue Feltham Middlesex

Postcode

T W 1 3 7 Q D

Name

Address

Postcode

**Continuation page**

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

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

The whole and any part of the assets of the Company charged by Clause 1 of the charge being by way of fixed charge all Fixed Charge Debts and by way of fixed charge the Related Rights of all Fixed Charge Debts

MG01

Particulars of a mortgage or charge

7	<b>Particulars as to commission, allowance or discount (if any)</b>	
	<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"> <li>- subscribing or agreeing to subscribe, whether absolutely or conditionally, or</li> <li>- procuring or agreeing to procure subscriptions, whether absolute or conditional,</li> </ul> <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	N/A	
8	<b>Delivery of instrument</b>	
	<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>	
9	<b>Signature</b>	
	Please sign the form here	
Signature	<p>Signature</p> <p>X <i>Alan Knowlton, MEMBER FOR</i> X</p> <p><i>BRIDGES LLP</i></p>	
	This form must be signed by a person with an interest in the registration of the charge	

# 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 AEF SIW RBS4 11

Company name Brodies LLP

Address 15 Atholl Crescent

Post town Edinburgh

Country/Region

Postcode E H 3 8 H A

Country United Kingdom

DX DX ED10, Edinburgh

Telephone 0131 228 3777



### 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](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)

# MG01 - continuation page

## Particulars of a mortgage or charge

<b>6</b>	<b>Short particulars of all the property mortgaged or charged</b>	
	Please give the short particulars of the property mortgaged or charged	
Short particulars	<p><b>Restrictions</b></p> <p>The Company will not without the previous written consent of RBSIF create or permit to arise any mortgage charge or lien on the Property</p> <p><b>DEFINED TERMS</b></p> <p>Capitalised terms appearing in this Form MG01 and continuation pages and not otherwise defined shall have the following meanings</p> <p><b>Debt Purchase Agreement.</b> Any debt purchase facility between RBSIF and the Company</p> <p><b>Debts.</b> Has the meaning given to that expression in any Debt Purchase Agreement</p> <p><b>Expenses:</b> All expenses (on a full indemnity basis) incurred by RBSIF or any Receiver at any time in connection with the Property or the Company's Obligations or in taking or perfecting the Charge or in preserving defending or enforcing the security created by the Charge or in exercising any power under the Charge or otherwise with Interest from the date they are incurred</p> <p><b>Fixed Charge Debts</b> All Debts which fail to vest in RBSIF under any Debt Purchase Agreement</p> <p><b>Interest</b> Interest at the same rate as the discounting charge charged to the Company by RBSIF from time to time</p> <p><b>Related Rights.</b> Has the meaning given to that expression in any Debt Purchase Agreement</p>	

# 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

Capitalised terms appearing in this Form MG01 and continuation pages and not defined on this form shall have the meanings ascribed to them in the Charge

## PROFORMA

Company Number 5369235

Company Name **CALACHEM LIMITED COMPANY**

Contact Name/ Organisation **Brodies LLP**

Address **15 Atholl Crescent, Edinburgh, EH3 8HA**

- **The following details will need to be added, amended or deleted to the Form MG01**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of Creation of Charge ☐

Description ☒

Amount Secured ☐

Mortgagee(s) or person(s) entitled to the charge ☐

Short particulars of all the property mortgaged or charged ☐

Date charge presented  
(applies to MG09/LL MG09) ☐

Date of execution  
(applies to MG09/LL MG09) ☐

Date and parties to the charge  
(applies to MG09/LL MG09) ☐

Jurisdiction  
(applies to MG09/LL MG09) ☐

Floating charge statement  
(applies to MG01s/LLMG01s/OSMG01) ☐

- **The following details will need to be added, amended or deleted to the Form MG06/LL MG06/MG06s/LL MG06s**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of creation of charge	<input type="checkbox"/>
Description	<input type="checkbox"/>
Date of acquisition	<input type="checkbox"/>
Amount secured	<input type="checkbox"/>
Mortgagee(s) or person(s) entitled to the charge	<input type="checkbox"/>
Short particulars of all the property Mortgaged or charged	<input type="checkbox"/>

- **The following details will need to be added, amended or deleted to the Form MG07/MG07s/LLMG07/LLMG07s/OSMG04**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of covering deed	<input type="checkbox"/>
Total amount secured	<input type="checkbox"/>
Date of present issue	<input type="checkbox"/>
Amount of present issue	<input type="checkbox"/>
Date of resolution	<input type="checkbox"/>
Name of Trustee(s)	<input type="checkbox"/>
General description of property	<input type="checkbox"/>
Floating charge statement (applies to MG07s/LLMG07s/OSMG04)	<input type="checkbox"/>



**(Please give the instructions in the box below)**

The form MG01 currently describes the instrument as a "debenture".  
The correct description is "Fixed Charge on Non Vesting Debts".  
Please amend accordingly



## **CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE**

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

**COMPANY NO. 5369235  
CHARGE NO. 12**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A FIXED CHARGE ON NON-VESTING  
DEBTS DATED 27 JUNE 2012 AND CREATED BY CALACHEM  
LTD FOR SECURING ALL MONIES DUE OR TO BECOME DUE  
FROM THE COMPANY TO RBS INVOICE FINANCE LIMITED ON  
ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT  
TO CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE  
12 JULY 2012**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 13 JULY 2012**

*RD*



*Companies House*  
— for the record —



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