

MG01

Particulars of a mortgage or charge

045339/26

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 re-  
particulars of a charge for a Sc  
company. To do this, please use  
form MG01s

SATURDAY



A15 27/11/2010 145  
COMPANIES HOUSE

**1 Company details**

Company number 06348774  
Company name in full Absorb Limited of 38 Johnson Lock Court 1 Candle Street London E1 4RP (the  
"Company")

For official use

→ **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 23/11/2010

**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 Rent Deposit Deed dated 23 November 2010 and made between (i) Havas Shared Services Limited (the  
"Landlord") and (ii) the Company and Aston Group Worldwide Limited (the "Deed")

**4 Amount secured**

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

Amount secured The obligations on the part of the Company pursuant to a lease dated 23  
November 2010 and made between (i) the Landlord and (ii) the Company and  
Aston Group Worldwide Limited (the "Lease") and relating to First Floor West 1  
Bedford Avenue London WC1B 3AU (the "Premises") including  
  
(a) payment of the rents and any other sums reserved by the Lease on the due  
dates for payment prescribed by the Lease or the Deed, whether in the case of  
annual rent it is formally demanded or not,  
  
(b) to observe and perform any tenant covenant contained or referred to in the  
Lease or the Deed,

Cont

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

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#### Amount secured

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

Amount secured

- (c) to make good to the Landlord any expense cost loss damage or liability arising from the determination of the Lease before the end of the term of the Lease whether by forfeiture or the disclaimer of the Lease by a liquidator or trustee in bankruptcy for the Company,
- (d) to pay any claims demands damages losses costs or other expenses arising out of or incidental to the enforcement of the obligations covenants and conditions of the Company under the Lease and the Deed, and
- (e) to pay any expenses costs losses damages or other liabilities arising from (or which it is reasonably foreseeable that the Landlord will have to incur as a result of) the forfeiture or disclaimer of the Lease including (but not limited to) the following costs and expenses
- (i) the reasonable costs and expenses payable to legal advisers, surveyors and accountants for advice in connection with such forfeiture or disclaimer,
- (ii) the reasonable costs and expenses for marketing the Premises for reletting purposes,
- (iii) mesne profits from the date of forfeiture or disclaimer until the date of possession by the Landlord,
- (iv) a sum of rent at an annual rate equal to the amount payable by the Company under the Lease immediately before the date of forfeiture or disclaimer, in respect of the period beginning on the date that possession is obtained until the earlier of the date on which the Premises are relet and the expiry of six months,
- (v) the reasonable fees and expenses payable to any agents or surveyors in connection with the reletting or attempted reletting of the Premises,
- (vi) the reasonable costs and expenses payable to legal advisers in connection with the reletting of the Premises, and
- (vii) VAT (if chargeable) in respect of the above

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## Particulars of a mortgage or charge

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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

Name

Havas Shared Services Limited

Address

Concorde House 10-12 London Road Maidstone Kent

Postcode

M E 1 6 8 Q F

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 Company with full title guarantee has charged all of its rights, title and interest in the deposit being the amount from time to time standing to the credit of the separate designated interest bearing account at Barclays Bank Plc or such other bank or building society with its headquarters in England and Wales as the Landlord from time to time nominates and such additional sums as may be deposited in the Account pursuant to the Deed including any accrued interest which has not been paid to the Company by way of a first fixed charge in favour of the Landlord as continuing security for the performance of the Company's obligations under the Lease or the Deed

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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

None

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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 *Watson, Farley & Williams LLP* X

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

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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 Ms C Williams

Company name Watson, Farley & Williams LLP

Address 15 Appold Street

Post town London

County/Region

Postcode E C 2 A 2 H B

Country United Kingdom

DX

Telephone 020 7814 8151



### 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)



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

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

**COMPANY NO. 6348774  
CHARGE NO. 1**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED 23  
NOVEMBER 2010 AND CREATED BY ABSORB LIMITED FOR  
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE  
COMPANY AND ASTON GROUP WORLDWIDE LIMITED TO  
HAVAS SHARED SERVICES LIMITED 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 27  
NOVEMBER 2010**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 29 NOVEMBER  
2010**



*Companies House*  
— for the record —



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