



**Registration of a Charge**

Company Name: **MACQUARIE AEROSPACE FINANCE 39414-2 LIMITED**

Company Number: **07575063**



Received for filing in Electronic Format on the: **18/08/2021**

XAB5EQ7F

**Details of Charge**

Date of creation: **17/08/2021**

Charge code: **0757 5063 0006**

Persons entitled: **WELLS FARGO BANK, NATIONAL ASSOCIATION (AS SECURITY TRUSTEE)**

Brief description:

**Contains fixed charge(s).**

**Contains negative pledge.**

**Authentication of Form**

This form was authorised by: **a person with an interest in the registration of the charge.**

**Authentication of Instrument**

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by: **VEDDER PRICE LLP**



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

Company number: 7575063

Charge code: 0757 5063 0006

The Registrar of Companies for England and Wales hereby certifies that a charge dated 17th August 2021 and created by MACQUARIE AEROSPACE FINANCE 39414-2 LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 18th August 2021 .

Given at Companies House, Cardiff on 19th August 2021

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006




**Companies House**



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

## COLLATERAL SUPPLEMENT

Certified a true copy of the original

Signed 

Robert Bartlett, Solicitor (SRA#272991)

Date 17 August 2021

Wells Fargo Bank, National Association, as Security Trustee  
MAC: U1228-051  
299 South Main Street, 5th Floor  
Salt Lake City, UT 84111  
Attention: Corporate Trust Administration

\_\_\_\_\_ 17 August \_\_\_\_\_ 2021

Ladies and Gentlemen:

**Re:** Security Agreement, dated as of June 9, 2015, as amended and restated as of April 8, 2016, as amended and restated as of May 15, 2018 (the "**Security Agreement**") among Macquarie Aerospace Finance UK Limited (the "**UK Borrower**"); Macquarie Aerospace Holdings Inc. (the "**US Borrower**"); the other grantors listed on the signature pages of, or who otherwise become grantors under, the Security Agreement (together with the UK Borrower and the US Borrower, the "**Grantors**"); Wells Fargo Bank, National Association, as Security Trustee, and Citibank, N.A. as Account Bank

Reference is made to the Security Agreement. Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned to them in the Security Agreement.

The undersigned Grantor hereby delivers, as of the date first above written, the attached Annex I pursuant to Section 5.11 of the Security Agreement.

The undersigned Grantor hereby confirms that the property listed in the attached Annex constitutes part of the Collateral and hereby makes each representation and warranty set forth in Section 4 of the Security Agreement (as supplemented by the attached Annex) with respect to such property.

This Collateral Supplement shall in all respects be governed by, and construed in accordance with, the laws of the State of New York (without giving effect to conflicts of law principles thereof), including all matters of construction, validity and performance.

*[Signature Page Follows]*

Very truly yours,

**MACQUARIE AEROSPACE FINANCE 39414-2 LIMITED**

By:

Name: Gregg Walker

Title: Director

Acknowledged and agreed to as of the date first above written:

**WELLS FARGO BANK, NATIONAL ASSOCIATION,**  
not in its individual capacity, but solely  
as Security Trustee

By:

Name:

Title:

Very truly yours,

**MACQUARIE AEROSPACE FINANCE 39414-2 LIMITED**

By:

Name: Gregg Walker

Title: Director

Acknowledged and agreed to as of the date first above written:

**WELLS FARGO BANK, NATIONAL ASSOCIATION,**  
not in its individual capacity, but solely  
as Security Trustee

By:

Name: J. Brent Allen

Title: Vice President

**ANNEX I**  
**Collateral Supplement**

**AIRCRAFT OBJECTS**

Manufacturer and Model: Boeing 737-800

Manufacturer's Serial number: 39414

Aircraft Registration Mark: VH-YFE

Engine Type and Serial Numbers: CFM56-7B24/3 bearing serial numbers 805865 and 804902

**PLEDGED STOCK**

<u>Stock Issuer</u>	<u>Par Value</u>	<u>Certificated (Y/N)</u>	<u>Number of Shares Pledged</u>	<u>Percentage of Shares Issued and Outstanding 100%</u>
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N/A

**PLEDGED BENEFICIAL INTERESTS**

<u>Issuer</u>	<u>Certificated (Y/N)</u>	<u>Percentage of Beneficial Interests</u>
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N/A

**PLEDGED MEMBERSHIP INTERESTS**

<u>Issuer</u>	<u>Certificated (Y/N)</u>	<u>Percentage of Membership Interests</u>
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N/A