



**Registration of a Charge**

Company name: **BODMIN SOLAR LIMITED**

Company number: **07835461**



X664L188

Received for Electronic Filing: **10/05/2017**

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**Details of Charge**

Date of creation: **05/05/2017**

Charge code: **0783 5461 0003**

Persons entitled: **THE ROYAL BANK OF SCOTLAND PLC (AS SECURITY TRUSTEE)**

Brief description: **THE CHARGOR'S RIGHT, TITLE AND INTEREST FROM TIME TO TIME IN AND TO THE REAL PROPERTY, THE TANGIBLE MOVEABLE PROPERTY, THE ACCOUNTS, THE INTELLECTUAL PROPERTY, ANY GOODWILL AND RIGHTS IN RELATION TO THE UNCALLED CAPITAL OF THE CHARGOR, THE INVESTMENTS, ALL MONETARY CLAIMS AND ALL RELATED RIGHTS OTHER THAN ANY CLAIMS WHICH ARE OTHERWISE SUBJECT TO A FIXED CHARGE OR ASSIGNMENT AND THE BENEFIT OF ALL CONSENTS AND ALL RELATED RIGHTS. PLEASE SEE FURTHER DETAILS IN THE INSTRUMENT**

**Contains fixed charge(s).**

**Contains floating charge(s) (floating charge covers all the property or undertaking of the company).**

**Contains negative pledge.**

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**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 THE ELECTRONIC COPY INSTRUMENT  
DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION  
IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by: **WATSON FARLEY & WILLIAMS LLP**



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

Company number: 7835461

Charge code: 0783 5461 0003

The Registrar of Companies for England and Wales hereby certifies that a charge dated 5th May 2017 and created by BODMIN SOLAR LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 10th May 2017 .

Given at Companies House, Cardiff on 11th May 2017

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**

COMPOSITE DEBENTURE ACCESSION DEED

THIS DEED is dated 5 May 2017

BETWEEN:

- (1) Thames Electricity Limited (registered number 07593758) with its registered office at 7<sup>th</sup> Floor, 33 Holborn, London EC1N 2HU;
- (2) Bodmin Solar Limited (registered number 07835461) with its registered office at 7<sup>th</sup> Floor, 33 Holborn, London EC1N 2HU;
- (3) H7 Energy Limited (registered number 08735257) with its registered office at 7<sup>th</sup> Floor, 33 Holborn, London EC1N 2HU; and
- (4) Lightsource SPV 224 Limited (registered number 09733113) with its registered office at 7<sup>th</sup> Floor, 33 Holborn, London EC1N 2HU,  
  
(together the "Additional Chargors" and each an "Additional Chargor").
- (5) The Royal Bank of Scotland plc as trustee for the Secured Parties (the "Security Trustee" which expression shall include any person for the time being appointed as trustee or as an additional trustee for the purpose of, and in accordance with, the Facility Agreements and the Intercreditor Agreement).

BACKGROUND:

- (A) Each Additional Chargor is a direct or indirect wholly-owned Subsidiary (as defined in the Facilities Agreement) of the Borrower.
- (B) Each Additional Chargor has agreed to enter into this Deed and to become a Chargor under a security agreement dated 25 September 2015 between the Original Chargors and the Security Trustee (the "Debenture").
- (C) It is intended that this document takes effect as a deed notwithstanding the fact that a party may only execute this document under hand.

IT IS AGREED as follows:

1 INTERPRETATION

Terms defined in the Debenture have the same meaning in this Deed unless given a different meaning in this Deed. This Deed is a Finance Document.

2 ACCESSION

With effect from the date of this Deed each Additional Chargor:

- (a) will become a party to the Debenture as a Chargor;
- (b) grants Security to the Security Trustee on the terms of clause 3 (*Fixed Charges, Assignments and Floating Charge*); and
- (c) will be bound by all the other terms of the Debenture which are expressed to be binding on a Chargor.

3 MISCELLANEOUS

With effect from the date of this Deed:

- (a) the Debenture will be read and construed for all purposes as if each Additional Chargor had been an original party in the capacity of Chargor (but so that the security created on this accession will be created on the date of this Deed); and
- (b) any reference in the Debenture to this Deed and similar phrases will include this Deed.

**4 LAW**

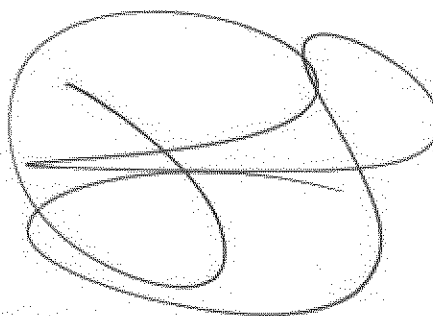
This Deed is governed by English law.

**THIS DEED** has been executed and delivered as a deed on the date stated at the beginning of this Deed.

THE ADDITIONAL CHARGORS

EXECUTED as a DEED  
by Thames Electricity Limited  
acting by a director  
in the presence of:

)  
)  
)  
)

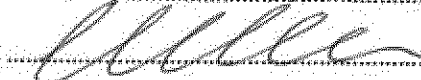


Signature of director

Name of director

PAUL MCCARRON

Signature of witness



Name of Witness  
(in block capitals)

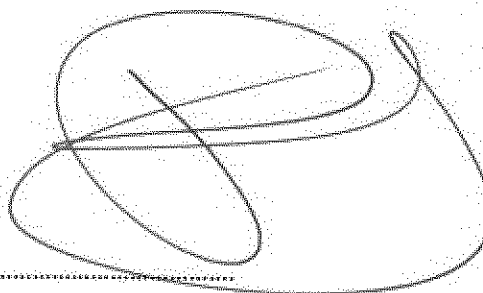
Address of Witness

Catherine Killeen  
Solicitor  
Watson Farley & Williams LLP  
15 Appold Street  
London EC2A 2HB

Occupation of witness

EXECUTED as a DEED  
by Bodmin Solar Limited  
acting by a director  
in the presence of:

)  
)  
)  
)

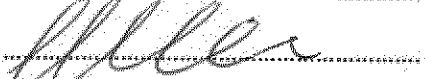


Signature of director

Name of director

PAUL MCCARRON

Signature of witness



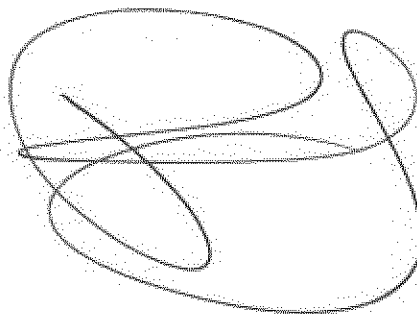
Name of Witness  
(in block capitals)

Address of Witness

Catherine Killeen  
Solicitor  
Watson Farley & Williams LLP  
15 Appold Street  
London EC2A 2HB

Occupation of witness

EXECUTED as a DEED  
by H7 Energy Limited  
acting by a director  
in the presence of:



Signature of director .....

Name of director ..... PAUL MCCARTNEY

Signature of witness ..... 

Name of Witness  
(in block capitals) .....

Address of Witness .....

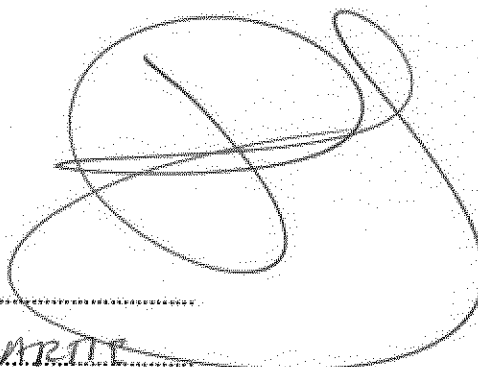
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Solicitor  
Watson Farley & Williams LLP  
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London EC2A 2HB

Occupation of witness .....

EXECUTED as a DEED  
by Lightsource SPV 224 Limited  
acting by a director  
in the presence of:



Signature of director .....

Name of director ..... PAUL MCCARTNEY

Signature of witness ..... 

Name of Witness  
(in block capitals) .....

Address of Witness .....

Catherine Killeen  
Solicitor  
Watson Farley & Williams LLP  
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London EC2A 2HB

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Watson Farley & Williams LLP  
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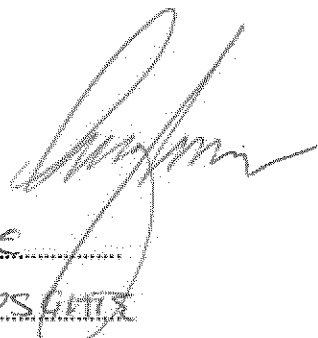
Catherine Killeen  
Solicitor  
Watson Farley & Williams LLP  
15 Appold Street  
London EC2A 2HB

Occupation of witness .....

THE SECURITY TRUSTEE

SIGNED by  
The Royal Bank  
of Scotland plc

)  
)  
)



By:

CRAIG LOVE

Address:

250 BISHOPS GATE

Fax:

LONDON, EC2M 4HT

Attention:

CARA CANNONE