

MG01

Particulars of a mortgage or charge



IRIS

LASERFORM

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

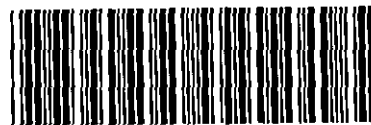
You may use this form to register particulars of a mortgage or charge in England and Wales or Northern Ireland



What this form is NOT for

You cannot use this form to register particulars of a charge for a Scottish company. To do this, please use form MG01s

THURSDAY



PIF3BIEW

PC5

18/03/2010

750

COMPANIES HOUSE

1

Company details

Company number

N 1 5 6 4 4 3

Company name in full

Assetco Lincoln Limited (the "Company")

32

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

d1 d6 m0 m3 y2 y0 y1 y0

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

Chattel Mortgage

4

Amount secured

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

Amount secured

All present and future obligations and liabilities (whether actual or contingent and whether owed jointly or severally or alone or in any other capacity whatsoever) of the Company to the Senior Finance Parties (or any of them) under any Senior Finance Document (including all moneys covenanted to be paid under the debenture dated 19 April 2006 executed by the Company in favour of The Co-operative Bank p.l.c. (the "Security Trustee") (the "Debenture") provided that no obligation or liability shall be included in the definition of "Secured Obligations" to the extent that, if it were so included, the Debenture (or any part of it) would constitute unlawful financial assistance within the meaning of sections 151 and 152 of the Companies Act 1985 (the "Secured 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 The Co-operative Bank p l c as security trustee

Address PO Box 101, 1 Balloon Street, Manchester

Postcode M 6 0 4 E P

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

By way of assignment, 105 NRS first responder flood rescue kits and any interest in, replacement for, modification or addition to any part of such assets (the "Assets")

Note

Under the terms of the Mortgage, the Company agrees that it will not, without the prior written consent of the Security Trustee.

(a) create or permit to arise or continue any Security Interest or equity whatsoever affecting the Assets (save for Permitted Security Interests) nor increase nor extend any liability of the Company secured on the Assets, except in favour of the Senior Finance Parties,

(b) dispose of the Assets unless the provisions of Clause 22 1(a) of the Facility Agreement apply, or

(c) take any action which might prejudice the value of the Assets and/or the effectiveness of the Mortgage

Definitions

"Facility Agreement" means the senior credit agreement dated 19 April 2006 (as subsequently amended) and made between (1) the Company, (2) Assetco Group Limited, (3) The Co-operative Bank p l c as original lender, (4) The Co-operative Bank p l c as Arranger, (5) The Co-operative Bank p l c as Agent (the "Agent"), (6) the Security Trustee, (7) The Co-operative Bank p l c as Account Bank and (8) The Co-operative Bank p l c as Hedging Counterparty,

"Permitted Security Interests" means Security Interests arising under or in respect of.

(a) any lien or right of set-off or other form of deduction arising by operation of law in the ordinary course of business,

(b) the Senior Finance Documents,

(c) subject to the priority of the Security Documents (as defined in the Facility Agreement) and the provisions of the Facility Agreement in respect of unpaid Tax or arising under an attachment or similar process or out of judgments, decrees or awards whilst the tax or other amount concerned is being contested by the Company in good faith on reasonable grounds,

(d) a retention of title or rental commercial terms imposed by a supplier of materials and equipment to the Company in the ordinary course of its business discharged within 60 days, and/or

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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

(e) any other Security Interest approved from time to time by the Agent.

"Security Interest" includes a mortgage, lien, pledge, security, standard security, encumbrance, charge, hypothecation, assignation in security a deposit of money with the primary intention of affording a right of set-off or other security interest or arrangement, the effect of which is intended to prefer the beneficiary thereof over unsecured creditors.

"Senior Finance Documents" shall have the meaning given to it in the Facility Agreement.

"Senior Finance Parties" shall have the meaning given to it in the Facility Agreement, and

"Tax" shall be construed so as to include all present and future taxes, charges, imposts, duties, levies, deductions, withholdings or amounts or charges of a similar nature, or any amount payable on account of, or as security for, any of the foregoing, including any penalties, fines, surcharges or interest payable in connection with such amounts

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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 *Hommas Ltd*

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 Claire Shepherd

Company name Hammonds LLP

Address Trinity Court

16 John Dalton Street

Manchester

Post town

County/Region

Postcode M 6 0 8 H S

Country

Dx 14347 Manchester 1

Telephone +44 (0)161 830 5000



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



FILE COPY

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

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

**COMPANY NO. NI56443
CHARGE NO. 32**

**THE REGISTRAR OF COMPANIES FOR NORTHERN IRELAND
HEREBY CERTIFIES THAT A CHATTEL MORTGAGE DATED 16
MARCH 2010 AND CREATED BY ASSETCO LINCOLN LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO THE CO-OPERATIVE BANK P.L.C. 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 18 MARCH 2010**

GIVEN AT COMPANIES HOUSE, BELFAST THE 23 MARCH 2010



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES