

# MG01s

Particulars of a charge created by a company  
registered in Scotland

COMPANIES HOUSE  
EDINBURGH  
£10

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 charge created by a  
Scottish company.

☐ **What this form is NOT for**  
You cannot use this form to re-  
particulars of a mortgage or charge  
created by a company in England  
and Wales or Northern Ireland  
this, please use form MG01.

SATURDAY



SCT 19/03/2011 898  
COMPANIES HOUSE

## 1 Company details

Company number S C 0 9 0 3 1 2

Company name in full The Royal Bank of Scotland Public Limited Company  
the ("Bank")

For official use  
50

→ **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 28 02 2011

## 3 Description

Please give a description of the instrument (if any) creating or evidencing the  
charge e.g. 'Standard security', 'Floating charge' etc.

Description As assignment deed (the "**Assignment Deed**") dated 28 February 2011 entered  
into between the Bank and KfW (the "**Assignee**" and the "**CIRR Agent**")  
represented by KfW IPEX-Bank GmbH.

## 4 Amount secured

Please give us details of the amount secured by the charge.

Amount secured All claims of the Assignee as CIRR Agent under the  
Refinancing Agreement.

See continuation sheet for definitions.

### 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**

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	KfW
Address	Palmengartenstrasse 5-9, Frankfurt, Federal Republic of Germany
Postcode	6 0 3 2 5
Name	
Address	
Postcode	

**6 Short particulars of all the property charged**

Please give the short particulars of the property charged.

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

Short particulars	<p>All rights of the Bank against the Guarantor under the Deed of Guarantee.</p> <p><b>"Deed of Guarantee"</b> means a deed of guarantee dated 19 January 2011 entered into between the Guarantor as guarantor and the Facility Agent as agent under the Facility Agreement.</p> <p><b>"Guarantor"</b> means Carnival plc.</p>
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<b>7</b> Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision ①	<p>① In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and/or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it.</p> <p><b>Continuation page</b> Please use a continuation page if you need to enter more details.</p>

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**8 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

Nil

**9 Delivery of instrument**

A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge.

In the case of a charge created out of the United Kingdom (UK), comprising property situated outside the UK, within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the UK. Certified copies of any other documents relevant to the charge should also be delivered.

**10 Signature ②**

Please sign the form here.

Signature

Signature

X *Stephenson Harwood* X

**② Signature**

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 Angelique Kounis

Company name Stephenson Harwood

Address One, St. Paul's Churchyard

Post town London

County/Region

Postcode E C 4 M 8 S H

Country

DX DX 64 Chancery Lane

Telephone 020 7809 2606



## 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 a certified copy of the deed (if any) 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 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 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 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)

## MG01s - continuation page

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### Amount secured

Please give us details of the amount secured by the charge.

Amount secured

**"Facility Agreement"** means a loan facility agreement dated 30 May 2008 and amended on 19 December 2008, in relation to a loan facility of up to EUR288,000,000 for the part financing of the construction of a cruise ship with hull no. 689 at Jos. Meyer Werft GmbH between the Guarantor and Carnival Corporation as obligors, KfW IPEX-Bank GmbH, The Royal Bank of Scotland plc, Lloyds TSB Bank plc, Commerzbank AG and Societe Generale as mandated lead arrangers, the Facility Agent as facility agent and Hermes agent and the KfW IPEX-Bank GmbH, The Royal Bank of Scotland plc, Lloyds TSB Bank plc, Commerzbank AG and Societe Generale as lenders.



**FILE COPY**

**CERTIFICATE OF THE REGISTRATION  
OF A CHARGE**

COMPANY NO. 90312

CHARGE NO. 50

I HEREBY CERTIFY THAT A CHARGE CREATED BY THE  
ROYAL BANK OF SCOTLAND PUBLIC LIMITED COMPANY

ON 28 FEBRUARY 2011

FOR SECURING ALL SUMS DUE UNDER A LOAN FACILITY

IN FAVOUR OF KFW

WAS DELIVERED PURSUANT TO SECTION 878 OF THE  
COMPANIES ACT 2006 ON 19 MARCH 2011

GIVEN AT COMPANIES HOUSE, EDINBURGH 30 MARCH 2011



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES