In accordance with Section 878 of the Companies Act 2006.

MG01s

Particulars of a charge created by a company registered in Scotland

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 f**
You cannot use this form t particulars of a mortgage created by a company in E and Wales or Northern Irel this, please use form MG0

THURSDAY

SCT 26/01/2012 #272
COMPANIES HOUSE

1 Company details

For official use

Company number	S C 2 0 5 5 4 4
Company name in full	Abica Limited (the "Chargor")

→ **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	d 1 d 0 m 0 m 1 y 2 y 0 y 1 y 2

3 Description

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

Description	Short Form Debenture

4 Amount secured

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

Amount secured	The Secured Obligations meaning all moneys now or at any time after the date of the Debenture becoming due or owing by the Chargor to the Chargee and all liabilities, obligations, costs, charges and expenses, actual or contingent, now existing or hereafter incurred by the Chargor to the Chargee (whether due, owing or incurred by the Chargor alone or jointly with any other person and whether as principal or surety).

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

MG01s

Particulars of a charge created by a company registered in Scotland

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	Gamma Telecom Limited (the "Chargee")
Address	Kings House, Kings Road West, Newbury, Berkshire
Postcode	R G 1 4 5 B Y
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

1) The Chargor charges by way of floating charge all agreements between the Chargor and a person who receives (or is to receive) Retail Services (a "Subscriber") in connection with the provision of Retail Services (the "Subscriber Agreements") belonging to the Chargor or to which the Chargor is or may become entitled or in which the Chargor may have an interest in other than those Subscriber Agreements for the time being effectively charged by way of legal or equitable mortgage or fixed charge.
2) The Chargor assigns absolutely by way of security only all its present and future right, title and interest in and to the Subscriber Agreements and any further agreements entered into by the Chargor after the date of the Debenture which the Chargee, after consultation with the Chargor, designates an Assigned Agreement and (a) the proceeeds of sale of any part of the Assigned Agreements (b) all rights under any licence, agreement for sale or agreement for lease in respect of the Assigned Agreements (c) all rights, benefits, claims, contracts, warranties, remedies, security, indemnities or covenants for title in respect of the Assigned Agreements; and (d) any moneys and proceeds paid or payable in respect of the Assigned Agreements.

MG01s

Particulars of a charge created by a company registered in Scotland

7 Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision ❶

Without the prior written consent of the Chargee, the Chargor shall not create or allow to subsist any mortgage, charge, pledge, lien or other security interest securing any obligation of any person or any other agreement or arrangement having a similar effect on or over the assets of the Chargor which are the subject of any security created by, or pursuant to the Debenture save for liens or rights of set-off arising in the normal course of trading or by operation of law securing obligations not more than 30 days overdue; any banker's lien or right of set-off pursuant to a bank's standard account openning documentation and any rights by way of reservation or retention of title which are required by the supplier of any property to the Chargor in the normal course of such supplier's business.

❶ 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.

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

MG01s

Particulars of a charge created by a company registered in Scotland

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

None

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 ❷

Please sign the form here.

Signature

Signature

X Lester Aldridge LLP X

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

MG01s

Particulars of a charge created by a company registered in Scotland

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: Rosemary Collins

Company name: Lester Aldridge LLP

Address: Russell House

Oxford Road

Post town: Bournemouth

County/Region: Dorset

Postcode: B H 8 8 E X

Country:

DX: DX 7623 Bournemouth 1

Telephone: 01202 786269

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 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 CHARGE

COMPANY NO. 205544
CHARGE NO. 5

I HEREBY CERTIFY THAT A CHARGE CREATED BY ABICA LIMITED

ON 10 JANUARY 2012

FOR SECURING SHORT FORM DEBENTURE

IN FAVOUR OF GAMMA TELECOM LIMITED

WAS DELIVERED PURSUANT TO SECTION 878 OF THE COMPANIES ACT 2006 ON 26 JANUARY 2012

GIVEN AT COMPANIES HOUSE, EDINBURGH 31 JANUARY 2012

Companies House
— for the record —

REGISTRAR OF COMPANIES FOR SCOTLAND

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES