

M

COMPANIES FORM No. 395

338420/13

395

Particulars of a mortgage or charge

CHWP000

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number

6

3220373

(By Fax)

Name of company

insert full name of Company

BRIDGEPOINT CAPITAL LIMITED

Date of creation of the charge

3rd SEPTEMBER 2008

Description of the instrument (if any) creating or evidencing the charge (note 2)

Collateral Agreement made between Citibank, N.A. ("the Bank") and the Company (2) ("the Collateral Agreement")

Amount secured by the mortgage or charge

to be charged

+ CD

Any existing or future direct or indirect actual or contingent payment or delivery obligation that the company has to Citibank or, where the context requires, to Citigroup Inc., their branches, subsidiaries and affiliates, and anyone who succeeds them or to whom they assign their rights (the "Citigroup Organisation") and includes any amount owing pursuant to loans, overdrafts, interest, fees, expenses, costs, damages or guarantees, any amount owing pursuant to contracts made by the company in connection with foreign exchange, derivatives, precious metals or securities transactions; any amount owing for payments or undertakings that Citibank or any Citigroup Organisation make(s) or enter(s) into on the company's instructions or on the company's behalf, including letters of credit; any amount owing for interest and fees on any of these amounts until all amounts have been discharged. If Citibank or any Citigroup Organisation make(s) demand, or obtain(s) a court judgement against the company, interest and fees will continue to accrue at contractual rates as they did beforehand

Names and addresses of the mortgagees or persons entitled to the charge

Citibank, N.A., London ("Citibank") for itself and on behalf of

Citigroup, Inc, their branches, subsidiaries and affiliates, successors and assigns //

41 Berkeley Square, London

Postcode W1J 5AN

Presenter's name address and reference (if any)

Citibank, N A
41 Berkeley Square
London, W1J 5AN

Time critical reference

For official Use (02/06)
Mortgage Section

WEDNESDAY



A1R730E

A15

10/09/2008

283

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The rights to, benefits and proceeds of anything of any kind held for the company's account, or in a nominee name for the company's account, including anything held by Citibank's agent, depository, or custodian including, but not limited to accounts, claims, contract rights, all documents, instruments and certificates relating to investments, securities, goods, commodities, precious metals, chattels, art works, general intangibles, and all related interest, redemptions and distributions and all income, proceeds and products of the above, items in transit or held with third parties or in a clearing system for the company's account, including margin held with a broker or exchange, deposits, credit balances, currencies, proceeds of realisation or collection and fiduciary placements including those in relation to which Citibank acts as the company's investment advisor, investment manager or custodian and any rights which may be exercised at a future date or on the happening of a direct or contingent event, whether Citibank acts as principal or agent and whether Citibank's identity or the company's is disclosed or not.

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

795

Particulars as to commission allowance or discount (note 3)

[Empty box for commission allowance or discount]

Signed

[Handwritten signature]

Date

9/09/08

On behalf of [company][mortgagee/chargee]†

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situated in Scotland or Northern Ireland) and Form No 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his.
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,
 for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders are to be made payable to Companies House.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ.



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

Pursuant to section 401(2) of the Companies Act 1985

COMPANY NO. 3220373
CHARGE NO. 6

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A COLLATERAL AGREEMENT
DATED 3 SEPTEMBER 2008 AND CREATED BY BRIDGEPOINT
CAPITAL LIMITED FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY TO CITIBANK, N.A.,
LONDON FOR ITSELF AND ON BEHALF OF CITIGROUP, INC ,
ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1
PART XII OF THE COMPANIES ACT 1985 ON THE 10
SEPTEMBER 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15 SEPTEMBER
2008



Companies House
— for the record —

PS



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES