

MG01

18 9123 / 13

Particulars of a mortgage or charge



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 for
You cannot use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland

WEDNESDAY



LD2 "L1HSMXRK" 19/09/2012 #87
COMPANIES HOUSE

For official use
Please complete online at
house.gov.uk

1 Company details

Company number: 0 6 9 6 8 5 8 8

Company name in full: Funding Circle Ltd

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 d4 m0 m9 y2 y0 y1 y2

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: A rent deposit deed made between (1) Zurich Assurance Ltd (the "Landlord") and (2) Funding Circle Ltd (the "Tenant") (the "Rent Deposit Deed") supplemental to the Lease.

4 Amount secured

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

Amount secured: The amount secured (the "Liabilities") means all sums required

(a) to discharge all obligations which are due from time to time to the Landlord under the Lease or Rent Deposit Deed, and

(b) to reasonably compensate the Landlord for all losses from time to time of the Landlord which are properly incurred and which arise by reason of the forfeiture of the Lease or disclaimer of liability under the Lease,

and include and extend to

(c) rent, service charges, sums in respect of insurance, interest, costs, outgoings and all

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

MG01

Particulars of a mortgage or charge

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 Zurich Assurance Ltd

Address UK Life Centre, Station Road

Swindon, Wiltshire

Postcode S N 1 1 E L

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

As security for the payment of the Liabilities, the Tenant, with full title guarantee

1.1 charged by way of first fixed charge and in favour of the Landlord from time to time:

- (a) all interest in the Account, and
- (b) all its interest in the Deposit Balance,

1 2 assigned by way of security its right to the return of the Deposit Balance from the person who is the Landlord at the relevant time

Definitions

"Account" means the interest-bearing, instant access account opened by the Landlord and notified to the Tenant at a United Kingdom clearing bank from time to time and used by the Landlord for the purposes of the Rent Deposit Deed,

"Bank" means the United Kingdom clearing bank at which the Account is held at any relevant time,

"Deposit Balance" means as defined in the Rent Deposit Deed, and

"Lease" means a lease dated 14 September 2012 and made between (1) the Landlord and (2) the Tenant

MG01

Particulars of a mortgage or charge

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

None

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 870)

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 866). 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 Nabarro LLP

X

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

MG01

Particulars of a mortgage or charge

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 **PB/CLB**

Company name
Nabarro LLP

Address **Lacon House**

84 Theobald's Road

Post town **London**

County/Region

Postcode

W	C	1	X		8	R	W
---	---	---	---	--	---	---	---

Country

DX **DX77 Chancery Lane London**

Telephone

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,
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

MG01 - continuation page
Particulars of a mortgage or charge

4	Amount secured	
Amount secured	<p data-bbox="343 365 1050 398">Please give us details of the amount secured by the mortgage or charge</p> <p data-bbox="343 421 1460 566">other payments properly payable to the Landlord by the Tenant under the Lease or for which the Landlord would otherwise be responsible in default of payment by the Tenant (and for which the Tenant is responsible under the Lease) and in any case whether or not reserved as rent and whether or not formally demanded,</p> <p data-bbox="343 600 1444 656">(d) claims, damages, losses, costs and expenses properly arising out of, or incidental to</p> <p data-bbox="343 663 1476 745">(1) any breach by the Tenant of any of the covenants and conditions on the part of the Tenant in the Lease or of the Tenant's obligations in the Rent Deposit Deed, or</p> <p data-bbox="343 752 1476 779">(11) the proper enforcement of those covenants, conditions or obligations,</p> <p data-bbox="343 813 925 840">(e) loss properly arising by reason of</p> <p data-bbox="343 846 1476 958">(1) the rent or any other sum due under the Lease of the Rent Deposit Deed being the subject of any compromise, arrangement or composition with any creditors of the Tenant and whether or not the Landlord is a party to or otherwise bound by such compromise, arrangement or composition, or</p> <p data-bbox="343 965 1141 992">(11) the disclaimer of liability under the Lease, or</p> <p data-bbox="343 999 909 1025">(111) the forfeiture of the Lease, or</p> <p data-bbox="343 1032 1444 1081">(1v) any other determination of the Lease otherwise than by effluxion of time,</p> <p data-bbox="343 1088 1444 1171">or any amount equal to the rent which would have been reserved by the Lease had there been no compromise, arrangement, composition, disclaimer or forfeiture or other such determination,</p> <p data-bbox="343 1205 1460 1232">(f) all bank charges applied to or levied on the Account by the Bank, and</p> <p data-bbox="343 1265 1077 1292">(g) VAT, if chargeable, in relation to such sums</p>	



FILE COPY

24

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

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

**COMPANY NO. 6968588
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED 14
SEPTEMBER 2012 AND CREATED BY FUNDING CIRCLE LTD
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO ZURICH ASSURANCE LTD 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
19 SEPTEMBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25 SEPTEMBER
2012



MG01

18 9123 / 13

Particulars of a mortgage or charge



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 for
You cannot use this form to register
particulars of a mortgage or charge
company form MG01

WEDNESDAY



LD2 "L1HSMXRK"
19/09/2012 #87
COMPANIES HOUSE

For information, please
visit the Companies Act
house.gov.uk

1 Company details For official use

Company number 0 6 9 6 8 5 8 8 2

Company name in full Funding Circle Ltd

→ **Filing 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 d4 m0 m9 y2 y0 y1 y2

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 A rent deposit deed made between (1) Zurich Assurance Ltd (the
"Landlord") and (2) Funding Circle Ltd (the "Tenant") (the "Rent Deposit
Deed") supplemental to the Lease.

4 Amount secured

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

Amount secured The amount secured (the "Liabilities") means all
sums required

(a) to discharge all obligations which are due from
time to time to the Landlord under the Lease or
Rent Deposit Deed, and

(b) to reasonably compensate the Landlord for all
losses from time to time of the Landlord which are
properly incurred and which arise by reason of the
forfeiture of the Lease or disclaimer of liability
under the Lease,

and include and extend to

(c) rent, service charges, sums in respect of
insurance, interest, costs, outgoings and all

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

MG01

Particulars of a mortgage or charge

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 Zurich Assurance Ltd

Address UK Life Centre, Station Road

Swindon, Wiltshire

Postcode S N 1 1 E L

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

As security for the payment of the Liabilities, the Tenant, with full title guarantee

1.1 charged by way of first fixed charge and in favour of the Landlord from time to time:

- (a) all interest in the Account, and
- (b) all its interest in the Deposit Balance,

1.2 assigned by way of security its right to the return of the Deposit Balance from the person who is the Landlord at the relevant time

Definitions

"Account" means the interest-bearing, instant access account opened by the Landlord and notified to the Tenant at a United Kingdom clearing bank from time to time and used by the Landlord for the purposes of the Rent Deposit Deed,

"Bank" means the United Kingdom clearing bank at which the Account is held at any relevant time,

"Deposit Balance" means as defined in the Rent Deposit Deed, and

"Lease" means a lease dated 14 September 2012 and made between (1) the Landlord and (2) the Tenant

MG01

Particulars of a mortgage or charge

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

None

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 870).

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 866). 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 Nabarro LLP X

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

MG01

Particulars of a mortgage or charge

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 **PB/CLB**

Company name **Nabarro LLP**

Address **Lacon House**

84 Theobald's Road

Post town **London**

County/Region

Postcode

W	C	I	X		8	R	W
---	---	---	---	--	---	---	---

Country

DX **DX77 Chancery Lane London**

Telephone

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 Fountambridge, 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

MG01 - continuation page
Particulars of a mortgage or charge

4	Amount secured	
	Please give us details of the amount secured by the mortgage or charge	
Amount secured	<p>other payments properly payable to the Landlord by the Tenant under the Lease or for which the Landlord would otherwise be responsible in default of payment by the Tenant (and for which the Tenant is responsible under the Lease) and in any case whether or not reserved as rent and whether or not formally demanded,</p> <p>(d) claims, damages, losses, costs and expenses properly arising out of, or incidental to</p> <p>(1) any breach by the Tenant of any of the covenants and conditions on the part of the Tenant in the Lease or of the Tenant's obligations in the Rent Deposit Deed, or</p> <p>(11) the proper enforcement of those covenants, conditions or obligations,</p> <p>(e) loss properly arising by reason of</p> <p>(1) the rent or any other sum due under the Lease of the Rent Deposit Deed being the subject of any compromise, arrangement or composition with any creditors of the Tenant and whether or not the Landlord is a party to or otherwise bound by such compromise, arrangement or composition, or</p> <p>(11) the disclaimer of liability under the Lease, or</p> <p>(111) the forfeiture of the Lease, or</p> <p>(1v) any other determination of the Lease otherwise than by effluxion of time,</p> <p>or any amount equal to the rent which would have been reserved by the Lease had there been no compromise, arrangement, composition, disclaimer or forfeiture or other such determination,</p> <p>(f) all bank charges applied to or levied on the Account by the Bank, and</p> <p>(g) VAT, if chargeable, in relation to such sums</p>	



FILE COPY

AT

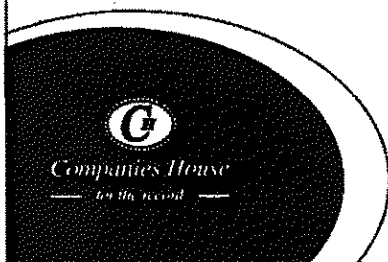
**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

**COMPANY NO. 6968588
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED 14
SEPTEMBER 2012 AND CREATED BY FUNDING CIRCLE LTD
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO ZURICH ASSURANCE LTD 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
19 SEPTEMBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25 SEPTEMBER
2012



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES