

MG01

Particulars of a mortgage or charge



040826/82

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
particulars of a charge for a
company. To do this, please
form MG01s

SATURDAY



A04 10/04/2010 77
COMPANIES HOUSE

1 Company details

Company number 0 5 0 4 9 6 2 6

Company name in full WWW Holding Company Limited ("WHCL")

→ **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 d0 d1 m0 m4 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 Debenture

4 Amount secured

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

Amount secured

All monies owed by Lycamobile to T-Mobile, whether owed jointly or
severally, as principal or surety and/or in any other capacity
whatsoever, under the Settlement Agreement and by WHCL under this
debenture (the "Secured Liabilities")

In this MG01

"Holding" means T-MOBILE NETHERLANDS HOLDING B V, a private company
with limited liability (*besloten vennootschap met beperkte
aansprakelijkheid*), incorporated and existing under Dutch law and
registered with the trade register of the chamber of commerce under
number 33301092 (and together with T-Mobile NL, "T-Mobile"),

"Lycamobile" means Lycamobile Ltd, Lycamobile Netherlands Ltd and
Lycamobile Distribution Ltd,

"T-Mobile NL" means T-MOBILE NETHERLANDS B V, a private company with
limited liability (*besloten vennootschap met beperkte
aansprakelijkheid*), incorporated and existing under Dutch law and
registered with the trade register of the chamber of commerce under
number 30146599,

"Settlement Agreement" means the settlement agreement entered into by T-
Mobile and, inter alia, Lycamobile Ltd, Lycamobile Netherlands Ltd and
Lycamobile Distribution Ltd dated 1 April 2010

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	T-Mobile Netherlands B V (Chamber of Commerce Number 30146599)	
Address	Waldorpstraat 60	
	2521 CC's-GRAVENHAGE	
Postcode	<input type="text"/>	
Name	T-Mobile Netherlands Holding B V	
Address	(Chamber of Commerce Number 33301092)	
	Waldorpstraat 60, 2521 CC's-GRAVENHAGE	
Postcode	<input type="text"/>	

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	<p>As a continuing security for the payment and discharge of the Secured Liabilities, WHCL with full title guarantee charges to T-Mobile, by way of first fixed charge, all the Intellectual Property Rights</p> <p>In this MG01</p> <p>"Intellectual Property Rights" means</p> <p>(a) the figurative trademark 'GT MOBILE', which is registered as an International Trademark under registration number 981812, and as a UK Trademark under registration number 2477595</p> <p>(b) the figurative trademark 'LYCAMOBILE', which is registered as a UK Trademark under registration number 2477554, and</p> <p>(c) the word mark 'LYCAMOBILE' which is registered as a Community Trade Mark under registration number 004658993</p>	

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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

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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)

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Signature

Please sign the form here

Signature

Signature

FOR AND ON BEHALF OF
MACLAY MURRAY & SPENS LLP

X

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 Paul Sokhi

Company name Maclay Murray & Spens LLP

Address Quatermile One

15 Lauriston Place

Post town Edinburgh

County/Region

Postcode E H 3 9 E P

Country

DX DX ED137 Edinburgh

Telephone 0131 228 7000

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



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

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

COMPANY NO. 5049626
CHARGE NO. 1

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 1 APRIL 2010
AND CREATED BY WWW HOLDING COMPANY LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM
LYCAMOBILE TO T-MOBILE ON ANY ACCOUNT WHATSOEVER
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 10 APRIL 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14 APRIL 2010

Dt
S. J.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES