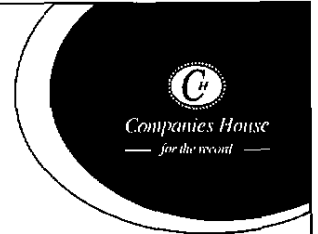


# MG02

## Statement of satisfaction in full or in part of mortgage or charge



**What this form is for**  
 You may use this form to register a statement of satisfaction in full or in part of a mortgage or charge.

**What this form is NOT for**  
 You cannot use this form to register a statement of satisfaction in full or in part of a fixed charge for a company registered in Scotland. If you do this, please use form MG02S.



**1 Company details**

Company number	N	1	0	2	6	3	3	2
Company name in full	AES (NI) 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 Creation of charge**

Date charge created	0	8	0	9	2	0	1	1
Description ①	Share Charge (the "Share Charge")							
Date of registration ②	4	5	0	9	2	0	1	1

① You should give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Legal charge'.  
 ② The date of registration may be confirmed from the certificate.

**3 Name and address of chargee(s), or trustee(s) for the debenture holders**

Please give the name and address of the chargee(s), or trustee(s) for the debenture holders.

Name	Barclays Bank PLC ("the Security Trustee")							
Address	1 Churchill Place							
	London							
Postcode	E	1	4		5	H	P	
Name								
Address								
Postcode								
Name								
Address								
Postcode								

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

**COMPANIES HOUSE**

**05 APR 2013**

**BELFAST**

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Statement of satisfaction in full or in part of mortgage or charge

4

**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

All the Chargor's right, title and interest in the Charged Property.

**SCHEDULE A**

Company	Number and Description of Shares	Registered Holder
AES Kilroot Power Limited	3 Ordinary Shares of £1 each	AES (NI) Limited

**DEFINITIONS:**

Terms not otherwise defined in this MG02 shall have the meaning ascribed to them in the Share Charge and the Facilities Agreement.

"Company" means AES Kilroot Power Limited, a company incorporated in Northern Ireland with registered number NI026039 and having its registered office at Kilroot Power Station, Larne Road, Carrickfergus, Co. Antrim BT38 7LX.

"Charged Property" means all the issued shares in the capital of the Company as described in Schedule A of the Share Charge and this form MG02 and all other shares and share warrants in the capital of the Company from time to time legally or beneficially owned by the Chargor during the Security Period (together the "Charged Shares") and all dividends or other distributions, interest and other moneys paid or payable after the date of the Share Charge or in connection therewith and all interests in and all rights actual or contingent accruing at any time to or benefits in respect of all or any of the Charged Shares (whether by way of redemption, bonus, preference, option, substitution, conversion or otherwise).

"Facilities Agreement" means the facilities agreement dated on or about the date of the Share Charge and entered into between, inter alios, the Company as the borrower, Barclays Corporate as the Arranger, the Financial Institutions named in Part B of Schedule 1 as the Original Term Loan Facility Lenders, the Financial Institutions named in Part C of Schedule 1 as the Original DSR Facility Lenders and the Security Trustee (as Agent, Security Trustee and Account Bank).

5

**Satisfaction of the debt**

I confirm that the debt for which the charge described above was given has been paid or satisfied

- In full.
- In part.

Please tick one box only.

6

**Signature**

Please sign the form here.

Signature

Signature

X ARTHUR COX X

FOR AND ON BEHALF OF THE CHARGOR

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

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Statement of satisfaction in full or in part of mortgage or charge

4	Short particulars of all the property mortgaged or charged
	Please give the short particulars of the property mortgaged or charged.
Short particulars	<p>"Finance Documents" means: (a) the Facilities Agreement; (b) the Security Documents; (c) any Fee Letter; (d) and Transfer Certificate; (e) an Accession Letter; (f) any Hedging Documents (save for the purposes of clause 12 of the Facilities Agreement (Tax Gross Up and Indemnities); (g) the Intercreditor Agreement; and (h) any other documents designated as such by the Agent and the Borrower.</p> <p>"Intercreditor Agreement" means the intercreditor agreement dated on or about the date of the Share Charge and entered into between, amongst others, the Company, the Agent, the Security Trustee, the Lenders and the Hedging Bank.</p> <p>"Receiver" means a receiver (whether appointed pursuant to the Share Charge, pursuant to any statute, by a court or otherwise) of the Charged Property or any part of it.</p> <p>"Secured Obligations" means all present and future obligations and liabilities (including in respect of principal, interest, break-costs, discount, commission, fees and expenses) of the Company to the Secured Parties or to the Security Trustee (whether for its own account or as trustee for the Secured Parties) under or pursuant to the Finance Documents, actual or contingent, whether owed jointly or severally, whether as principal or as surety or in any other capacity whatsoever and in any currency, on any current or other account or otherwise in any manner whatsoever and any reference to Secured Obligations means a reference to any of them.</p> <p>"Secured Parties" means the Finance Parties, any Hedging Bank and any Receiver or Delegate.</p> <p>"Security Period" means the period commencing on the date of the execution of the Share Charge and terminating upon the date on which the Security Trustee notifies the Chargor that the Secured Obligations have been unconditionally and irrevocably paid and discharged in full, such notice to be issued as soon as reasonably practicable after the Secured Obligations have been unconditionally and irrevocably paid and discharged in full.</p>

# MG02

## Statement of satisfaction in full or in part of 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. The contact information you give will be visible to searchers of the public record.

Contact name **Orla Hanna**

Company name **Arthur Cox**

Address **Capital House**

**3 Upper Queen Street**

Post town **Belfast**

County/Region **Co. Antrim**

Postcode 

<b>B</b>	<b>T</b>	<b>1</b>	<b>6</b>	<b>P</b>	<b>U</b>
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Country **Northern Ireland**

DX

Telephone **0289 230007**

### **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 completed the charge details in Section 2.
- You have completed the name and address of the chargee, or trustee for the debenture holders.
- You have completed the short particulars of the property mortgaged or charged.
- You have confirmed whether the charge is to be satisfied in full or in part.
- You have signed the form.

### **Important information**

**Please note that all information on this form will appear on the public record.**

### **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)**