

# File Copy



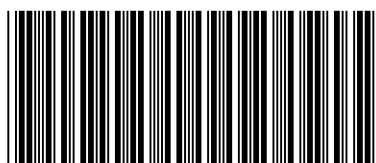
## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 5369932

The Registrar of Companies for England and Wales hereby certifies that  
**GLOBAL STRATEGY LIMITED**

is this day incorporated under the Companies Act 1985 as a private  
company and that the company is limited.

Given at Companies House, Cardiff, the 18th February 2005



N05369932H



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

The above information was communicated in non-legible form and authenticated by the  
Registrar of Companies under section 710A of the Companies Act 1985



Companies House

for the record

Please complete in typescript, or in bold black capitals.

CHWP000

# 288a

## APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number

05369932

Company Name in full

GLOBAL STRATEGY LIMITED

Date of appointment

Day Month Year  
0 4 0 4 2 0 0 5

†Date of Birth

Day Month Year  
0 1 1 1 1 9 4 3

Appointment form

Appointment as director

as secretary

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

NAME Style / Title

MR

Honours etc

Notes on completion appear on reverse.

Forename(s)

GRAHAM, ROY

Graham Roy Barr

Surname

BARR

Previous Forename(s)

Previous Surname(s)

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985

†† Usual residential address

7, BURLINGTON HOUSE, WEDDERBURN ROAD,

Post town

HAMPSTEAD

Postcode

NW3 5QS

County / Region

LONDON

Country

UK

†Nationality

BRITISH

†Business occupation

MANAGER, EXEC. CHAIRMAN

Bell-Pottinger Sans Frontieres

†Other directorships (additional space overleaf)

BELL-POTTINGER SANS FRONTIERES

I consent to act as \*\* director / secretary of the above named company

Consent signature

Date

25 April, 2005

\* Voluntary details.

† Directors only.

\*\*Delete as appropriate

A director, secretary etc must sign the form below.

Signed

Date

4 May 2005

\*\*a director / secretary / administrator / administrative receiver / receiver manager / receiver

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.



A20 COMPANIES HOUSE

0693 06/05/05

Form April 2002

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
for companies registered in England and Wales or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland DX 235 Edinburgh



*Companies House*

— *for the record* —

Electronic statement of compliance with requirements on application for registration of a company pursuant to section 12(3A) of the Companies Act 1985

Company number

5369932

Company name

GLOBAL STRATEGY LIMITED

I,

@UKPLC CLIENT DIRECTOR LTD

of

5, JUPITER HOUSE  
CALLEVA PARK  
ALDERMASTON  
READING  
RG7 8NN

a

person named as a director of the company in the statement delivered to the registrar of companies under section 10(2) of the Companies Act 1985

make the following statement of compliance in pursuance of section 12(3A) of the Companies Act 1985

Statement:

I hereby state that all the requirements of the Companies Act 1985 in respect of the registration of the above company and of matters precedent and incidental to it have been complied with.

Confirmation of electronic delivery of information

This statement of compliance was delivered to the registrar of companies electronically and authenticated in accordance with the registrar's direction under section 707B of the Companies Act 1985.

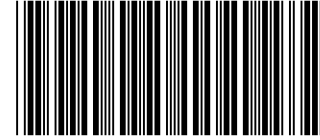
WARNING: The making of a false statement could result in liability to criminal prosecution



**Companies House**  
— for the record —

# 10(ef)

**First directors and secretary and  
intended situation  
of registered office**



X64TQ2WO

Received for filing in Electronic Format on the: 18/02/2005

*Company Name  
in full:* **GLOBAL STRATEGY LIMITED**

*Proposed Registered  
Office:* **THE STABLES  
HIGHAM ROAD  
STANWICK  
NORTHANTS  
UNITED KINGDOM  
NN9 6QE**

*memorandum delivered by an agent for the subscriber(s):* **Yes**

*Agent's Name:* **@UKPLC CLIENT DIRECTOR LTD**  
*Agent's Address:* **5, JUPITER HOUSE  
CALLEVA PARK  
ALDERMASTON  
READING  
BERKSHIRE  
UNITED KINGDOM  
RG7 8NN**

## *Company Secretary*

*Name* **@UKPLC CLIENT SECRETARY LTD**  
*Address:* **5, JUPITER HOUSE  
CALLEVA PARK  
ALDERMASTON  
READING  
RG7 8NN**

*Consented to Act:* **Y**      *Date authorised* **18/02/2005**      *Authenticated:* **Y**

---

*Director 1:*

*Name*                                    **@UKPLC CLIENT DIRECTOR LTD**

*Address:*                                **5, JUPITER HOUSE  
CALLEVA PARK  
ALDERMASTON  
READING  
RG7 8NN**

*Consented to Act:* **Y**                *Date authorised* **18/02/2005**                *Authenticated:* **Y**

---

*Authorisation*

*Authoriser Designation:* **SUBSCRIBER** *Date Authorised:* **18/02/2005** *Authenticated:* **Yes**

**THE COMPANIES ACT 1985 to 1989**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**MEMORANDUM OF ASSOCIATION**  
**OF**

**Global Strategy limited**

1. The company's name is Global Strategy limited
2. The Company's registered office is to be situated in England and Wales.
3. The Company's objects are:
  - (a) To carry on the business of a general commercial company.
  - (b) To acquire by purchase, lease, exchange, hire or otherwise and take options over any property whatever, and any rights or privileges of any kind over or in respect of any property of any kind
  - (c) To acquire by purchase, application, registration or otherwise and protect, prolong and renew, whether in the United Kingdom or elsewhere any patents, patent rights, licences, secret processes, trade marks, designs, protections and concessions or any other intellectual property rights and to disclaim, alter, modify, use and turn to account and to manufacture under or grant licences or privileges in respect of the same.
  - (d) To acquire or undertake the whole or any part of the business, goodwill, and assets of any person, firm, or company carrying on or proposing to carry on any of the businesses which the Company is authorised to carry on and undertake all or any of the liabilities of such person, firm or company as part of the consideration for such acquisition, or to acquire an interest in, amalgamate with, or enter into partnership or into any arrangement for sharing profits, or for co-operation, or for mutual assistance with any such person, firm or company, or for subsidising or otherwise assisting any such person, firm or company, and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture stock or securities that may be agreed upon, and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received.
  - (e) To improve, manage, construct, repair, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant licences, options, rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.

(f) To invest and deal with the monies of the Company not immediately required and to hold or otherwise deal with any investments made in such manner as the Company may from time to time determine.

(g) To lend and advance money or give credit on any terms and with or without security to any person, firm or company (including without prejudice to the generality of the foregoing any holding company, subsidiary or fellow subsidiary of, or any other company associated in any way with, the Company), to enter into guarantees, contracts of indemnity and suretyships of all kinds, to receive money on deposit or loan upon any terms, and to secure or guarantee in any manner and upon and terms the payment of any sum of money or the performance of any obligation by any person, firm or company (including without prejudice to the generality of the foregoing any such holding company, subsidiary, fellow subsidiary or associated company as aforesaid).

(h) To borrow and raise money in any manner and to secure the repayment of any money borrowed, raised or owing by mortgage, charge, standard security, lien or other security upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled capital, and also by a similar mortgage, charge, standard security, lien or security to secure and guarantee the performance by the Company of any obligation or liability it may undertake or which may become binding on it.

(i) To draw, make, accept, endorse, discount, negotiate, execute and issue cheques, bills of exchange, promissory notes, warrants, debentures, and other negotiable or transferable instruments.

(j) To apply for, promote, and obtain any Act of Parliament, order, or licence of the Department of Trade or other authority for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution, or for any other purpose which may seem calculated directly or indirectly to promote the Company's interests, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.

(k) To acquire by subscription or otherwise, hold, sell, deal with and dispose of, place and underwrite shares, stocks, debentures, debenture stocks, or any other securities issued or guaranteed by any company constituted or carrying on business in any part of the world, and any such securities issued or guaranteed by any government or authority, municipal, local or otherwise, in any part of the world.

(l) To control, manage, finance, subsidise, co-ordinate or otherwise assist any company or companies in which the Company has a direct or indirect financial interest.

(m) To promote any other company for the purpose of acquiring the whole or any part of the business or property of undertaking or any of the liabilities of the Company, or of undertaking any business or operations which may appear likely to assist or benefit the Company or to enhance the value of any property or business of the Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.

(n) To sell or otherwise dispose of the whole or any part of the business or property of the Company for such consideration as the Company may think fit.

(o) To act as agents or brokers and as trustees for any person, firm or company, and to undertake and perform sub-contracts.

(p) To remunerate any person, firm or company rendering services to the Company either by cash payment or otherwise.

(q) To distribute among the Members of the Company in kind any property of the Company properly distributable amongst the members.

(r) To pay or procure the payment of all or any expenses incurred in connection with the promotion, formation and incorporation of the Company.

(s) To give or award pensions, annuities, gratuities and superannuation or other allowances or benefits or charitable aid and generally to provide advantages, facilities and services for any persons who are or have been Directors or employees of the Company, or any company which is a subsidiary of the Company or the holding company of the Company or a fellow subsidiary of the Company or the predecessors in business of the Company or of any such subsidiary, holding or fellow subsidiary company and to the wives, widows, children and other relatives and dependants of such persons; to make payments towards insurance including insurance for any Director, officer or Auditor against any liability incurred by such persons in respect of any act or omission by them in relation to the carrying out of their obligations and duties in relation to the Company.

(t) Subject to and in accordance with a due compliance with the provisions of section 155 to 158 (inclusive) of the Act (if and so far as such provisions shall be applicable), to give, whether directly or indirectly, any kind of financial assistance (as defined in section 152(1)(a) of the Act) for any such purpose as is specified in section 151(1) and/or section 151(2) of the Act.

(u) To procure the Company to be registered or recognised in any part of the world.

(v) To do all or any of the things authorised in any part of the world and either as principals, agents, contractors or otherwise, and by or through agents, brokers, sub-contractors or otherwise and either alone or in conjunction with others.

(w) To do all such other things as may be deemed incidental or conducive to the attainment of the Company's object or of any of the powers given to it by the Act or by this Clause.

AND so that:

(1) None of the objects set forth in any sub-clause of this Clause shall be restrictively construed but the widest interpretation shall be given to each such object, and none of such objects shall, except where the context expressly so requires, be in any way limited or restricted by reference to or inference from any other object set forth in such sub-clause, or by reference to or inference from the terms of any other sub-clause of this Clause, or by reference to or inference from the name of the Company.



(2) The word "Company" in this Clause, except where used in reference to the Company, shall be deemed to include any partnership or other body of persons, whether incorporated or unincorporated and whether incorporated, registered, resident or domiciled in the United Kingdom or elsewhere.

(3) In this Clause the expression "the Act" means the Companies Act 1985, but so that any reference in this Clause to any provision of the Act shall be deemed to include a reference to any statutory modification or re-enactment of that provision for the time being in force.

4. The liability of the Members is limited.

5. The Company's share capital is £100 divided into 100 Ordinary Shares of £1 each.

We, the subscribers to this Memorandum of Association, wish to be formed into a Company pursuant to this Memorandum and to take the number of shares shown opposite our respective names.

---

Names and addresses of subscribers, and number of shares taken.

Name and Address:  
@UKPLC Client Director Ltd  
5, Jupiter House  
Calleva Park  
Aldermaston  
Reading  
Berkshire  
RG7 8NN

Number of shares taken: 1

---

Dated this 18th day of February 2005.

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**  
**ARTICLES OF ASSOCIATION**  
**OF**

**Global Strategy limited**

**PRELIMINARY**

1. The Regulations contained in Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 (SI 1985 No 805) as amended by the Companies (Tables A to F) Regulations 1985 (SI 1985 No 1052) hereinafter referred to as "Table A") shall apply to the Company save insofar as they are varied or excluded by or are inconsistent with these Articles.

**PRIVATE COMPANY**

2. The company is a private company.

**SHARES**

3. The share capital of the Company is £100 divided into 100 Ordinary Shares of £1 each. The Directors are, subject to S80 of the Companies Act 1985, generally authorised to exercise any power of the Company to allot, grant options over or otherwise dispose of shares in the capital of the Company for such consideration and upon such terms and conditions as the Directors may determine, unless revoked or varied by Ordinary Resolution of the Company in General Meeting.

In Regulation 32 of Table A the words "ordinary resolution" shall be deemed to be replaced by the words "special resolution".

Regulation 24 of Table A shall not apply to the Company and the Directors may, in their absolute discretion and without assigning any reason therefor, decline to register any transfer of any share whether or not it is a fully paid share.

**LIEN**

4. The lien conferred by Regulation 8 of Table A shall attach to all shares whether fully paid or not and to all shares registered in the name of any person indebted or under liability to the Company for all moneys called or payable at a fixed time by a member or his estate to the Company whether he be the sole registered holder thereof or one of two or more joint holders. The Company's lien on a share shall extend to any expenses incurred by the

Company in respect of such non-payment, and to interest on the amount unpaid from the day it became due and payable until it is paid.

## PRE EMPTION

- 5 A member wishing to dispose of all or any of his shares shall give notice to the Directors and such notice shall constitute the Company as agent of the transferor member. Unless the Company in General Meeting shall otherwise direct all such shares authorised pursuant to Regulation 5 of Table A shall be offered to the remaining members in proportion to their existing holding at the date of the offer and such offer is to be made in writing specifying the number of shares to which the member is entitled and limiting the period within which the offer, if not accepted, will be deemed to be declined. After the expiration of that period those shares so deemed to be declined shall be offered in the aforesaid proportions to those members who have accepted all the shares offered to them. The Directors may, at their discretion allot, or otherwise dispose of any such shares not accepted pursuant to such offer or further offer as they think fit save that such disposal shall not be on terms more favourable to the subscribers than the terms on which they were offered to the members.

In accordance with S91(1) of the Companies Act 1985, S89(1) and S90(1) to S90(6) inclusive of the Act shall not apply to the Company.

## NOTICES OF MEETINGS

6. Every notice calling a General Meeting shall comply with the provisions of Section 372(3) of the Companies Act 1985 as to giving information to members in regard to their right to appoint proxies to attend and vote on their behalf and that such proxy need not be a member of the Company. Notices and other communications relating to any General Meeting which any member is entitled to receive shall be sent to the Directors and Auditors of the Company.

## PROCEEDINGS AT GENERAL MEETINGS

7. All business at a General Meeting shall be deemed to be special business and shall be notified in the notice convening the meeting.

No business shall be transacted at any General Meeting unless a quorum of members is present at the time the meeting proceeds to business. Two persons entitled to vote upon the business to be transacted, each being a member or a proxy for a member or a duly authorised representative for a corporation, shall be a quorum. If, and for so long as, the Company has only one member that member present in person or by proxy shall be a quorum.

If the Company has only one member and that member takes any decision which is required to be taken at a General Meeting or by a written resolution, that decision shall be as valid and effectual as if agreed by the Company in General Meeting save that this paragraph shall not apply to resolutions passed pursuant to S303 and S391 of the Companies Act 1985. Any decision taken by a sole member shall be recorded in writing and delivered by that member to the Company for entry in the Minute Book.

## DIRECTORS

8. Regulation 64 of Table A shall not apply to the Company. Unless and until otherwise determined by special resolution of the Company in General Meeting there shall be no maximum number of the Directors and the minimum number of directors shall be one. A sole Director shall have authority to exercise all the powers and authorities vested in the Directors by Table A and these Articles and Regulation 89 of Table A shall not apply to the Company.

Not less than fourteen days' notice of meetings of the Directors shall be given to each of the Directors at their address in the United Kingdom whether present in the United Kingdom or not and Regulation 88 of Table A shall be deemed to be modified accordingly.

A Director need not hold any shares of the Company to qualify him as a Director but he shall be entitled to receive notice of and attend and speak at all general meetings of the Company.

The Directors may exercise all the powers of the Company to borrow money as to amount and upon such terms and in such manner as they think fit and, subject to S80 of the Companies Act 1985 to grant any mortgage, charge or standard security over its undertaking, property and uncalled capital and to issue debenture stock and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

A Director may vote at a meeting, on any resolution, in respect of any matter in which he has, directly or indirectly, any kind of interest and if he shall do so his vote shall be counted, and he may form part of a quorum for any meeting at which such voting occurs. Regulations 94 to 97 inclusive of Table A shall not apply to the Company.

The Company shall not be subject to S293 of the Companies Act 1985 and accordingly any person may be appointed a Director if he is recommended by the Directors or, not less than fourteen or more than thirty-five clear days before the date of a meeting, notice signed by a member qualified to vote at that meeting has been given to the Company of the intention to propose that person for appointment, together with a notice signed by that person of his willingness to be appointed.

The Directors shall not be required to retire by rotation and Regulations 73 to 80 inclusive of Table A shall not apply to the Company.

## INDEMNITY

- 9 Pursuant to Regulation 118 of Table A but subject to S310 of the Companies Act 1985 every Director, Secretary or other officer of the Company shall be indemnified out of the assets of the Company against all losses or liabilities incurred by him in the execution of the duties of his office.

Names and addresses of subscribers.

Name and Address:  
@UKPLC Client Director Ltd  
5, Jupiter House  
Calleva Park  
Aldermaston  
Reading  
Berkshire  
RG7 8NN

Dated this 18th day of February 2005



Companies House

for the record

Please complete in typescript, or in bold black capitals.

CHWP000

# 288a

## APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number

05369932

Company Name in full

GLOBAL STRATEGY LIMITED

Date of appointment

Day Month Year  
04 04 2005

†Date of Birth

Day Month Year  
01 11 1943

**Appointment form**

Appointment as director

as secretary

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

NAME

\*Style / Title

MR

\*Honours etc

Notes on completion appear on reverse.

Forename(s)

GRAHAM, ROY

Surname

BARR

Previous Forename(s)

Previous Surname(s)

Graham Roy Barr

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985

†† Usual residential address

Post town

7, BURLINGTON HOUSE, WEDDERBURN ROAD,

HAMPSTEAD

Postcode

NW3 5QS

County / Region

LONDON

Country

UK

†Nationality

BRITISH

†Business occupation

MANAGER, EXEC. CHAIRMAN

Bell-Pottinger Sans Frontieres

†Other directorships (additional space overleaf)

BELL-POTTINGER SANS FRONTIERES

Consent signature

I consent to act as \*\* director / secretary of the above named company

Date

25 April, 2005

\* Voluntary details.

† Directors only.

\*\*Delete as appropriate

A director, secretary etc must sign the form below.

Signed

Date

4 May 2005

(\*\*a director / secretary / administrator / administrative receiver / receiver manager / receiver)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.



A20 COMPANIES HOUSE

0693 06/05/05

Form April 2002

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
for companies registered in England and Wales or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland DX 235 Edinburg

Company Number

05369932

† Directors only.

† Other directorships

OXFORD POLICY INSTITUTE

**NOTES**

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

**Other directorships.**

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.



# Companies House

**BETA** This is a trial service — your [feedback \(https://www.research.net/r/chbeta\)](https://www.research.net/r/chbeta) will help us to improve it.

Search for companies or officers

## GLOBAL STRATEGY LIMITED

Company number **05369932**

1. [Charges \(https://beta.companieshouse.gov.uk/company/05369932/charges\)](https://beta.companieshouse.gov.uk/company/05369932/charges)
2. Charge code 0536 9932 0001

### Charge code 0536 9932 0001

Created

21 July 2014

Delivered

23 July 2014

Status

Outstanding

Transaction Filed

Registration of a charge (MR01)

(8 pages)

### Persons entitled

- The Royal Bank of Scotland PLC

### Brief description

Contains fixed charge.

Contains floating charge.

Floating charge covers all the property or undertaking of the company.

Contains negative pledge.

[Is there anything wrong with this page?](#)

Company Registration No. 05369932 (England and Wales)

**GLOBAL STRATEGY LIMITED**  
**UNAUDITED ABBREVIATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 MARCH 2016**



# GLOBAL STRATEGY LIMITED

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Abbreviated balance sheet	1
Notes to the abbreviated accounts	2

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# GLOBAL STRATEGY LIMITED

## ABBREVIATED BALANCE SHEET

AS AT 31 MARCH 2016

	Notes	2016		2015	
		£	£	£	£
<b>Fixed assets</b>					
Tangible assets	2		1,383,799		1,386,329
<b>Current assets</b>					
Debtors		147,211		206,433	
Cash at bank and in hand		204,762		223,848	
		<u>351,973</u>		<u>430,281</u>	
<b>Creditors: amounts falling due within one year</b>		<u>(19,568)</u>		<u>(86,708)</u>	
<b>Net current assets</b>			<u>332,405</u>		<u>343,573</u>
<b>Total assets less current liabilities</b>			<u>1,716,204</u>		<u>1,729,902</u>
<b>Creditors: amounts falling due after more than one year</b>			<u>(446,300)</u>		<u>(466,216)</u>
			<u>1,269,904</u>		<u>1,263,686</u>
<b>Capital and reserves</b>					
Called up share capital	3		1		1
Profit and loss account			1,269,903		1,263,685
<b>Shareholders' funds</b>			<u>1,269,904</u>		<u>1,263,686</u>

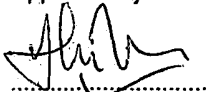
For the financial year ended 31 March 2016 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

**Director's responsibilities:**

- The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476;
- The director acknowledges his responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

These abbreviated financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

Approved by the Board for issue on 28/12/2016



Mr Anthony Fisher  
Director

Company Registration No. 05369932

# GLOBAL STRATEGY LIMITED

## NOTES TO THE ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2016

### 1 Accounting policies

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

#### 1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

#### 1.3 Turnover

Turnover represents amounts receivable for services net of VAT and trade discounts.

#### 1.4 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Freehold	Not depreciated
Computer equipment	25% reducing balance

### 2 Fixed assets

	Tangible assets
	£
<b>Cost</b>	
At 1 April 2015	1,427,142
Additions	3,377
	<hr/>
At 31 March 2016	1,430,519
	<hr/>
<b>Depreciation</b>	
At 1 April 2015	40,813
Charge for the year	5,907
	<hr/>
At 31 March 2016	46,720
	<hr/>
<b>Net book value</b>	
At 31 March 2016	1,383,799
	<hr/> <hr/>
At 31 March 2015	1,386,329
	<hr/> <hr/>

### 3 Share capital

	2016	2015
	£	£
<b>Allotted, called up and fully paid</b>		
1 Ordinary share of £1 each	1	1
	<hr/> <hr/>	<hr/> <hr/>



Companies House

**AR01** (ef)

**Annual Return**



Received for filing in Electronic Format on the: **18/03/2016**

X5304357

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*Company Name:* **GLOBAL STRATEGY LIMITED**

*Company Number:* **05369932**

*Date of this return:* **18/02/2016**

*SIC codes:* **70229**

*Company Type:* **Private company limited by shares**

*Situation of Registered Office:* **C/O LEIGH SAXTON GREEN LLP  
MUTUAL HOUSE 70 CONDUIT STREET  
LONDON  
ENGLAND  
W1S 2GF**

**Officers of the company**

## *Company Secretary 1*

*Type:* **Person**  
*Full forename(s):* **MR TIMOTHY LEWIS**

*Surname:* **SAXTON**

*Former names:*

*Service Address recorded as Company's registered office*

---

## *Company Director 1*

*Type:* **Person**  
*Full forename(s):* **MR ANTHONY**

*Surname:* **FISHER**

*Former names:*

*Service Address:* **STUDIO 3 21 THREE OAK LANE  
LONDON  
ENGLAND  
SE1 2NZ**

*Country/State Usually Resident:* **UNITED KINGDOM**

*Date of Birth:* **\*\*/10/1960**                      *Nationality:* **BRITISH**  
*Occupation:* **CONSULTANT**

## Statement of Capital (Share Capital)

---

<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>1</b>
		<i>Aggregate nominal value</i>	<b>1</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

ALL SHARES ISSUED ARE NON-REDEEMABLE AND RANK EQUALLY IN TERMS OF (A) VOTING RIGHTS - ONE VOTE FOR EACH SHARE; (B) RIGHTS TO PARTICIPATE IN ALL APPROVED DIVIDEND DISTRIBUTIONS FOR THAT CLASS OF SHARE; AND (C) RIGHTS TO PARTICIPATE IN ANY CAPITAL DISTRIBUTION ON WINDING UP

---

## Statement of Capital (Totals)

---

<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>1</b>
		<i>Total aggregate nominal value</i>	<b>1</b>

---

### *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 18/02/2016 or that had ceased to be shareholders since the made up date of the previous Annual Return

*A full list of shareholders for the company are shown below*

*Shareholding 1* : 1 ORDINARY shares held as at the date of this return  
*Name:* ANTHONY FISHER

---

### *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.





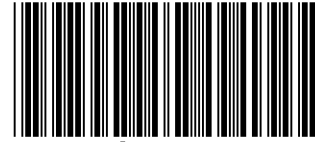
# 363a<sub>(ef)</sub>

**Companies House**  
— for the record —

## Annual Return

**Company Name:** GLOBAL STRATEGY LIMITED

**Company Number:** 05369932



Received for filing in Electronic Format on the: 15/03/2006

X8ZRZDQX

### Company Details

**Period Ending:** 18/02/2006

**Company Type:** PRIVATE COMPANY LIMITED BY SHARES

**Principal Business Activities:**

*SIC Codes*

**7414**

**Registered Office:**  
**Address:**

**Register of**  
**Members Address:**

**Register of Debenture**  
**Holders Address:**

**42 SHERWOOD ROAD**  
**LONDON**  
**NW4 1AD**

**At Registered Office**

**Not Applicable**

### Details of Officers of the Company

**Company Secretary:**

**Name:** CATHERINE JANE PILLONEL

**Address:** OAKSEY COURT  
OAKSEY  
MALMESBURY  
WILTSHIRE SN16 9TF

-----  
**Director 1:**

**Name:** GRAHAM ROY BARR  
**Date of Birth:** 01/11/1943  
**Nationality:** BRITISH  
**Occupation:** MANAGER EXEC  
CHAIRMAN

**Address:** 7 BURLINGTON HOUSE  
WEDDERBURN ROAD  
HAMPSTEAD  
LONDON NW3 5QS

-----  
*Director 2:*

*Name:* **MR ANTHONY FISHER** *Address:* **42 SHERWOOD ROAD**  
*Date of Birth:* **19/10/1960** **LONDON**  
*Nationality:* **BRITISH** **UK NW4 1AD**  
*Occupation:* **CONSULTANT**

---

### *Share Capital*

*Issued Share Capital Details:*

<i>Class of share</i>	<i>Number of shares issued</i>	<i>Aggregate nominal value of issued shares</i>
<b>ORDINARY</b>	<b>1</b>	<b>GBP1</b>
<b>TOTALS</b>	<b>1</b>	<b>GBP1</b>

---

### *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 18/02/2006, or that had ceased to be shareholders since the made up date of the previous Annual Return.

*Shareholding 1:*

**1 ORDINARY Shares held as at 18/02/2006**

*Name:* **ANTHONY FISHER**  
*Address:* **42 SHERWOOD ROAD**  
**LONDON**  
**UK NW4 1AD**

---

### *Authorisation*

*Authoriser Designation:* **DIRECTOR** *Date Authorised:* **15/03/2006** *Authenticated:* **Yes (E/W)**

Company Registration No. 05369932 (England and Wales)

**GLOBAL STRATEGY LIMITED**  
**DIRECTOR'S REPORT AND UNAUDITED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 MARCH 2006**



A50 \*AMWQ0GAS\* 585  
COMPANIES HOUSE 15/06/2006

# GLOBAL STRATEGY LIMITED

## COMPANY INFORMATION

---

<b>Director</b>	A Fisher	(Appointed 4 April 2005)
<b>Secretary</b>	T Saxton	
<b>Company number</b>	05369932	
<b>Registered office</b>	No. 1 Marylebone High Street London W1U 4NB	
<b>Accountants</b>	Leigh Saxton Green Chartered Accountants No.1 Marylebone High Street London W1U 4NB	
<b>Business address</b>	42 Sherwood Road London NW4 1AD	

---

# GLOBAL STRATEGY LIMITED

## CONTENTS

---

	<b>Page</b>
Director's report	1
Profit and loss account	1
Balance sheet	2
Notes to the financial statements	3

---

# GLOBAL STRATEGY LIMITED

## DIRECTOR'S REPORT FOR THE PERIOD ENDED 31 MARCH 2006

---

The director presents his report and financial statements for the period ended 31 March 2006.

### Directors

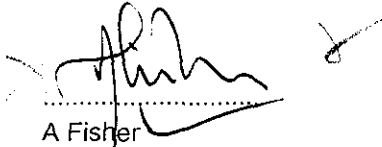
The following directors have held office since 18 February 2005:

@UKPLC Client Director Limited	(Appointed 18 February 2005 and resigned 17 May 2005)
P A Inge	(Appointed 4 April 2005 and resigned 6 December 2005)
C D Hanks Orielsma	(Appointed 4 April 2005 and resigned 6 December 2005)
G R Barr	(Appointed 4 April 2005 and resigned 14 March 2006)
A Fisher	(Appointed 4 April 2005)

### Directors' interests

	Ordinary of £ 1 each	
	31 March 2006	18 February 2005
A Fisher	1	-

On behalf of the board

  
A Fisher

Director  
6-6-06

## PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 MARCH 2006

---

The company has not traded during the period or the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither profit nor loss.

# GLOBAL STRATEGY LIMITED

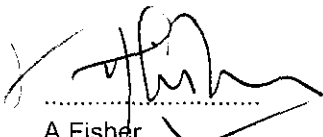
## BALANCE SHEET AS AT 31 MARCH 2006

	Notes	2006 £
<b>Current assets</b>		
Debtors	3	1
<b>Total assets less current liabilities</b>		<u>1</u>
<b>Capital and reserves</b>		
Called up share capital	4	1
<b>Shareholders' funds - equity interests</b>		<u>1</u>

In preparing these financial statements:

- (a) The director is of the opinion that the company is entitled to the exemption from audit conferred by section 249AA(1) of the Companies Act 1985;
- (b) No notice has been deposited under section 249B(2) of the Companies Act 1985, and
- (c) The director acknowledges his responsibilities for:
  - (i) ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985, and
  - (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial period and of its profit or loss for the financial period in accordance with the requirements of section 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

The financial statements were approved by the Board on .....

  
.....  
A Fisher  
Director



# GLOBAL STRATEGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2006

---

### 1 Accounting policies

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

#### 1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards, which have been applied consistently (except as otherwise stated).

### 2 Taxation

On the basis of these financial statements no provision has been made for corporation tax.

<b>3 Debtors</b>	<b>2006</b>
	£
Other debtors	1
	<u>1</u>

<b>4 Share capital</b>	<b>2006</b>
	£
<b>Authorised</b>	
100 Ordinary of £1 each	100
	<u>100</u>
<b>Allotted, called up and fully paid</b>	
1 Ordinary of £1 each	1
	<u>1</u>



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# GLOBAL STRATEGY LIMITED

Company number **05369932**

Registered office address

Leigh Saxton Green Llp, Mutual House, 70 Conduit Street, London, England, W1S 2GF

Company status

Active

Company type

Private limited Company

Incorporated on

18 February 2005

## Accounts

Next accounts made up to **31 March 2018**  
due by **31 December 2018**

Last accounts made up to **31 March 2017**

## Confirmation statement

Next statement date **18 February 2019**  
due by **4 March 2019**

Last statement dated **18 February 2018**

## Nature of business (SIC)

- 70229 - Management consultancy activities other than financial management

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## GLOBAL STRATEGY LIMITED

Company number **05369932**

Date	Type	Description	View / Download
03 Apr 2018	CS01	<b>Confirmation statement</b> made on 18 February 2018 with no updates	(3 pages)
29 Dec 2017	AA	<b>Micro company accounts</b> made up to 31 March 2017	(2 pages) <a href="https://beta.companieshouse.gov.uk/company/05369932/filing-history/MzE5NDAxNTU3MWFkaXF6a2N4/document?format=xhtml&amp;download=1">Download iXBRL (https://beta.companieshouse.gov.uk/company/05369932/filing-history/MzE5NDAxNTU3MWFkaXF6a2N4/document?format=xhtml&amp;download=1)</a>
06 Mar 2017	CS01	<b>Confirmation statement</b> made on 18 February 2017 with updates	(5 pages)
10 Jan 2017	AA	<b>Total exemption small company accounts</b> made up to 31 March 2016	(4 pages)
18 Mar 2016	AR01	<b>Annual return</b> made up to 18 February 2016 with full list of shareholders Statement of capital on 2016-03-18 <ul style="list-style-type: none"><li>• GBP 1</li></ul>	(3 pages)
15 Dec 2015	CH01	<b>Director's details changed</b> for Mr Anthony Fisher on 15 December 2015	(2 pages)
30 Sep 2015	AA	<b>Total exemption small company accounts</b> made up to 31 March 2015	(4 pages)
15 Jun 2015	AD01	<b>Registered office address changed</b> from Clearwater House 4-7 Manchester Street London W1U 3AE to C/O Leigh Saxton Green Llp Mutual House 70 Conduit Street London W1S 2GF on 15 June 2015	(1 page)
17 Mar 2015	AR01	<b>Annual return</b> made up to 18 February 2015 with full list of shareholders Statement of capital on 2015-03-17 <ul style="list-style-type: none"><li>• GBP 1</li></ul>	(3 pages)
06 Jan 2015	AA	<b>Total exemption small company accounts</b> made up to 31 March 2014	(5 pages)
06	MR01	<b>Registration of charge</b> 053699320002, created on 1	(9 pages)

Sep 2014		September 2014	
23 Jul 2014	MR01	<b>Registration of charge</b> 053699320001, created on 21 July 2014	(8 pages)
05 Mar 2014	AR01	<b>Annual return</b> made up to 18 February 2014 with full list of shareholders Statement of capital on 2014-03-05 <ul style="list-style-type: none"><li>• GBP 1</li></ul>	(3 pages)
27 Dec 2013	AA	<b>Total exemption small company accounts</b> made up to 31 March 2013	(5 pages)
28 Feb 2013	AR01	<b>Annual return</b> made up to 18 February 2013 with full list of shareholders	(3 pages)
20 Dec 2012	AA	<b>Total exemption small company accounts</b> made up to 31 March 2012	(5 pages)
20 Mar 2012	AR01	<b>Annual return</b> made up to 18 February 2012 with full list of shareholders	(3 pages)
23 Dec 2011	AA	<b>Total exemption small company accounts</b> made up to 31 March 2011	(4 pages)
18 Apr 2011	AR01	<b>Annual return</b> made up to 18 February 2011 with full list of shareholders	(3 pages)
04 Jan 2011	AA	<b>Total exemption small company accounts</b> made up to 31 March 2010	(5 pages)
12 Nov 2010	AP03	<b>Appointment</b> of Mr Timothy Lewis Saxton as a secretary	(1 page)
12 Nov 2010	TM02	<b>Termination of appointment</b> of Lsg Secretarial Limited as a secretary	(1 page)
22 Apr 2010	AR01	<b>Annual return</b> made up to 18 February 2010 with full list of shareholders	(4 pages)
22 Apr 2010	CH04	<b>Secretary's details changed</b> for Lsg Secretarial Limited on 18 February 2010	(2 pages)
24 Nov 2009	AA	<b>Total exemption small company accounts</b> made up to 31 March 2009	(5 pages)

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## GLOBAL STRATEGY LIMITED

Company number **05369932**

Date	Type	Description	View / Download
15 Apr 2009	363a	Return made up to 18/02/09; full list of members	(3 pages)
29 Sep 2008	AA	<b>Total exemption small company accounts</b> made up to 31 March 2008	(4 pages)
23 Jun 2008	363a	Return made up to 18/02/08; full list of members	(3 pages)
06 May 2008	288b	Appointment terminated secretary timothy saxton	(1 page)
06 May 2008	288a	Secretary appointed lsg secretarial LIMITED	(1 page)
28 Jan 2008	AA	<b>Total exemption small company accounts</b> made up to 31 March 2007	(5 pages)
23 Feb 2007	363a	Return made up to 18/02/07; full list of members	(2 pages)
27 Sep 2006	287	Registered office changed on 27/09/06 from: 1 marylebone high street london W1U 4NB	(2 pages)
20 Jun 2006	AA	<b>Accounts for a dormant company</b> made up to 31 March 2006	(6 pages)
07 Jun 2006	287	Registered office changed on 07/06/06 from: 42 sherwood road london NW4 1AD	(1 page)
07 Jun 2006	288b	Secretary resigned	(1 page)
07 Jun 2006	288a	New secretary appointed	(1 page)
31 May 2006	225	Accounting reference date extended from 28/02/06 to 31/03/06	(1 page)
16 Mar 2006	363a	Return made up to 18/02/06; full list of members	(2 pages)
15 Mar 2006	288b	Director resigned	(1 page)
15 Mar 2006	288c	Director's particulars changed	(1 page)
13 Feb 2006	287	Registered office changed on 13/02/06 from: 14 curzon street london W1J 5HN	(1 page)
04 Jan 2006	288b	Director resigned	(1 page)
04 Jan 2006	288b	Director resigned	(1 page)
19 Dec 2005	288a	New secretary appointed	(2 pages)
25 May 2005	288a	New director appointed	(2 pages)
25 May 2005	288a	New director appointed	(2 pages)
25 May 2005	288a	New director appointed	(2 pages)
24 May 2005	288b	Secretary resigned	(1 page)
17 May 2005	288b	Director resigned	(1 page)

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# GLOBAL STRATEGY LIMITED

Company number **05369932**

<b>Date</b>	<b>Type</b>	<b>Description</b>	<b>View / Download</b>
12 May 2005	288a	New director appointed	(2 pages)
08 Apr 2005	287	Registered office changed on 08/04/05 from: the stables, higham road stanwick northants NN9 6QE	(1 page)
18 Feb 2005	NEWINC	<b>Incorporation</b>	(13 pages)

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## GLOBAL STRATEGY LIMITED

Company number **05369932**

- [Officers](#)
- [Persons with significant control \(https://beta.companieshouse.gov.uk/company/05369932/persons-with-significant-control\)](https://beta.companieshouse.gov.uk/company/05369932/persons-with-significant-control)

### Filter officers

  
Current officers

Apply filter

### 10 officers / 8 resignations

---

#### SAXTON, Timothy Lewis

Correspondence address **Leigh Saxton Green Llp, Mutual House, 70 Conduit Street, London, England, W1S 2GF**

Role Active **Secretary**

Appointed on **1 October 2010**

---

#### FISHER, Anthony

Correspondence address **Studio 3, 21 Three Oak Lane, London, England, SE1 2NZ**

Role Active **Director**

Date of birth **October 1960**

Appointed on **4 April 2005**

Nationality **British**

Country of residence **England**

Occupation **Consultant**

---

#### PILLONEL, Catherine Jane

Correspondence address **Oaksey Court, Oaksey, Malmesbury, Wiltshire, SN16 9TF**

Role Resigned **Secretary**

Appointed on **6 December 2005**

Resigned on **17 May 2006**

---

#### SAXTON, Timothy Lewis

Correspondence address **53 Wood Lane, London, N6 5UD**

Role Resigned **Secretary**

Appointed on **17 May 2006**

Resigned on **7 January 2008**

---

## **@UKPLC CLIENT SECRETARY LTD**

Correspondence address **5, Jupiter House, Calleva Park, Aldermaston, Reading, RG7 8NN**

Role Resigned **Nominee Secretary**

Appointed on **18 February 2005**

Resigned on **24 May 2005**

---

## **LSG SECRETARIAL LIMITED**

Correspondence address **Clearwater House, 4-7 Manchester Street, London, United Kingdom, W1U 3AE**

Role Resigned **Secretary**

Appointed on **7 January 2008**

Resigned on **1 October 2010**

## **Registered in a European Economic Area What's this?**

Placed registered **CLEARWATER HOUSE, LONDON W1U 3AE**

Registration number **05997463**

---

## **BARR, Graham Roy**

Correspondence address **7 Burlington House, Wedderburn Road Hampstead, London, NW3 5QS**

Role Resigned **Director**

Date of birth **November 1943**

Appointed on **4 April 2005**

Resigned on **14 March 2006**

Nationality **South African British**

Country of residence **United Kingdom**

Occupation **Manager Exec Chairman**

---

## **HANKES ORIELSMA, Claude Dunbar**

Correspondence address **Stanford Place, Faringdon, Oxfordshire, SN7**

Role Resigned **Director**

Date of birth **March 1949**

Appointed on **4 April 2005**

Resigned on **6 December 2005**

Nationality **British**

Occupation **Macro Strategist**

---

## **INGE, Peter Anthony, Lord**

Correspondence address **Manorfarm Swinithwaite, Leyburn, North Yorkshire, DL8 4UH**

Role Resigned **Director**

Date of birth **August 1935**

Appointed on **4 April 2005**

Resigned on **6 December 2005**

Nationality **British**

Occupation **Field Marshal**

---

## **@UKPLC CLIENT DIRECTOR LTD**

Correspondence address **5, Jupiter House, Calleva Park, Aldermaston, Reading, RG7 8NN**

Role Resigned **Nominee Director**

Appointed on **18 February 2005**

Resigned on **17 May 2005**

---

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**Registration of a Charge**

Company name: **GLOBAL STRATEGY LIMITED**

Company number: **05369932**

Received for Electronic Filing: **23/07/2014**



X3CR6NLV

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**Details of Charge**

Date of creation: **21/07/2014**

Charge code: **0536 9932 0001**

Persons entitled: **THE ROYAL BANK OF SCOTLAND PLC**

Brief description:

**Contains fixed charge(s).**

**Contains floating charge(s) (floating charge covers all the property or undertaking of the company).**

**Contains negative pledge.**

---

**Authentication of Form**

This form was authorised by: **a person with an interest in the registration of the charge.**

---

**Authentication of Instrument**

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION**

**FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by:

**BABITA SHARMA**



## **CERTIFICATE OF THE REGISTRATION OF A CHARGE**

Company number: 5369932

Charge code: 0536 9932 0001

The Registrar of Companies for England and Wales hereby certifies that a charge dated 21st July 2014 and created by GLOBAL STRATEGY LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 23rd July 2014 .

Given at Companies House, Cardiff on 23rd July 2014

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

**THIS IS AN IMPORTANT DEED. YOU SHOULD TAKE LEGAL ADVICE BEFORE SIGNING****Owner:** Global Strategy Limited **Registered No:** 05369932**Bank:** The Royal Bank of Scotland plc**1. Owner's Obligations**

The Owner will pay to the Bank on demand all the Owner's Obligations. The **Owner's Obligations** are all the Owner's liabilities to the Bank (present, future, actual or contingent and whether incurred alone or jointly with another) and include:

- 1.1 **Interest** at the rate charged by the Bank, calculated both before and after demand or judgment on a daily basis and compounded according to agreement, or, in the absence of agreement, quarterly on the days selected by the Bank.
- 1.2 any expenses the Bank or a receiver incurs (on a full indemnity basis and with Interest from the date of payment) in connection with:
  - 1.2.1 the **Property** charged by Clause 2. References to Property include any part of it.
  - 1.2.2 taking, perfecting, protecting, enforcing or exercising any power under this deed.

**2. Charge**

The Owner, as a continuing security for the payment on demand of the Owner's Obligations and with full title guarantee, gives to the Bank:

- 2.1 a fixed charge over the following property of the Owner, owned now or in the future:
  - 2.1.1 all Land vested in or charged to the Owner, all fixtures and fittings attached to that Land and all rents receivable from any lease granted out of that Land. References to **Land** are to any interest in heritable, freehold or leasehold land.
  - 2.1.2 all plant and machinery, including any associated warranties and maintenance contracts.
  - 2.1.3 all the goodwill of the Owner's business.
  - 2.1.4 any uncalled capital.
  - 2.1.5 all stock, shares and other securities held by the Owner at any time in any Subsidiary and all income and rights relating to those stocks, shares and securities.

A **Subsidiary** is an entity controlled, directly or indirectly, by the Owner or by a Subsidiary of the Owner. "Control" means the ability to appoint or remove directors or exercise the majority of voting rights, alone or with the agreement of others.

- 2.1.6 all intellectual property, licences, claims, insurance policies, proceeds of any insurance and any other legal rights.
- 2.1.7 the benefit of any hedging arrangements, futures transactions or treasury instruments.
- 2.2 a floating charge over all the other property, assets and rights of the Owner owned now or in the future which are not subject to an effective fixed charge under this deed or under any other security held by the Bank.

**3. Restrictions**

The Owner will not, without the Bank's consent:

- 3.1 permit or create any mortgage, standard security, charge or lien on the Property.
- 3.2 dispose of the Property charged by Clause 2.1.

- 3.3 dispose of the Property charged by Clause 2.2, other than in the ordinary course of business.
- 3.4 call on, or accept payment of, any uncalled capital.
- 3.5 deal with its book and other debts, except by collecting them in the ordinary course of its business. In particular, the Owner will not realise its book and other debts by means of invoice discounting or factoring arrangements.
- 3.6 grant, or accept a surrender of, any lease or licence of any of its Land or consent to a tenant assigning or sub-letting.
- 3.7 dispose of, part with or share possession or occupation of any of its Land.

#### **4. Property Undertakings**

The Owner will:

- 4.1 permit the Bank at any time to inspect the Property.
- 4.2 keep all Property of an insurable nature comprehensively insured (including if requested by the Bank, terrorism cover) to the Bank's reasonable satisfaction for its full reinstatement cost. In default, the Bank may arrange insurance at the Owner's expense.
- 4.3 hold on trust for the Bank all proceeds of any insurance of the Property. At the Bank's option, the Owner will apply the proceeds in making good the relevant loss or damage, or to reduce the Owner's Obligations:
- 4.4 where required by the Bank, deposit with the Bank all insurance policies (or copies where the Bank agrees), and all deeds and documents of title relating to the Property.
- 4.5 keep the Property in good condition.
- 4.6 not, without the Bank's consent, carry out any development on or make any alterations to any Land which require planning permission or approval under building regulations.
- 4.7 pay all the money the Owner receives in respect of book and other debts into an account with the Bank. The Bank may specify the relevant account.

#### **5. Conversion of Floating Charge to Fixed Charge**

- 5.1 The Bank may by notice convert the floating charge on any of the Property into a fixed charge. Following this notice, the Owner will not dispose of the affected Property without the Bank's consent.
- 5.2 The floating charge will become a fixed charge if an administrator of the Owner is appointed.

#### **6. Investigating Accountants**

The Bank may require the Owner to appoint a firm of accountants to review its financial affairs, if:

- 6.1 any of the Owner's Obligations are not paid when due.
- 6.2 the Bank considers that the Owner has breached any other obligation to the Bank.
- 6.3 the Bank considers any information provided by the Owner to be materially inaccurate.

Any review required will take place within 7 days of the Bank's request (or longer if the Bank agrees). The firm, and the terms of reference, must be approved by the Bank. The Owner (and not the Bank) will be responsible for the firm's fees and expenses, but the Bank may make payment and the Owner will repay the Bank on demand.

## **7. Possession and Exercise of Powers**

- 7.1 The Bank does not have an immediate right to possession of the Property or its income (and will not be considered to be taking possession if it enters to inspect or repair the Property). The Owner will continue in possession until the Bank takes possession.
- 7.2 The Bank may take possession and enforce this deed without further delay if:
- 7.2.1 the Bank demands payment of any of the Owner's Obligations.
  - 7.2.2 the Owner asks the Bank, or the Bank receives notice of intention, to appoint an administrator or an administration application is made.
  - 7.2.3 a meeting is called or a petition is presented for liquidation of the Owner.
  - 7.2.4 any security is enforced in respect of any assets of the Owner.
- 7.3 Any purchaser or third party dealing with the Bank or a receiver may assume that the Bank's powers have arisen and are exercisable without proof that demand has been made.
- 7.4 The Bank will not be liable to account to the Owner for any money not actually received by the Bank.

## **8. Appointment of Receiver or Administrator**

The Bank may appoint or remove a receiver or receivers of the Property, or appoint an administrator of the Owner. If the Bank appoints a receiver, the Bank may fix and pay the receiver's fees and expenses. The receiver will be the Owner's agent and the Owner (and not the Bank) will be responsible for the acts, defaults and remuneration of the receiver.

## **9. Powers of the Bank and Receivers**

- 9.1 The Bank or any receiver may:
- 9.1.1 carry on the Owner's business.
  - 9.1.2 enter, take possession of, and/or generally manage the Property.
  - 9.1.3 complete any unfinished works or carry out any new works of building, reconstruction, maintenance or repair on any Land.
  - 9.1.4 purchase any Land or other property and purchase, grant or release any interest in or right over Land or the benefit of any covenants affecting that Land. References to Land or Property include land or property that is purchased by the Bank or a receiver under this power.
  - 9.1.5 sell, lease, surrender or accept surrenders of leases, charge or deal with the Property without restriction; including disposing of any fixtures separately from the Land.
  - 9.1.6 complete any transactions by executing any deeds or documents in the name of the Owner.
  - 9.1.7 take, continue or defend any proceedings and enter into any arrangement or compromise.
  - 9.1.8 insure the Property and any works, arrange indemnity and other similar insurance, and obtain bonds and give counter-indemnities and other security in connection with this.
  - 9.1.9 call up any uncalled capital with all the powers conferred by the Owner's articles of association.
  - 9.1.10 employ advisers, consultants, managers, agents, workmen and others.
  - 9.1.11 purchase or acquire materials, tools, equipment, furnishing, goods or supplies.
  - 9.1.12 do any acts which the Bank or a receiver considers to be incidental or beneficial to the exercise of their powers.

- 9.2 A receiver may borrow and secure the repayment of any money, in priority to the Owner's Obligations.
- 9.3 Joint receivers may exercise their powers jointly or separately.
- 9.4 A receiver will first apply any money received from the Property towards the repayment of all money that the receiver has borrowed and secondly in payment of the receiver's fees and expenses. The receiver will then apply any remaining money received as required by law.
- 9.5 The Bank may exercise any of its powers even if a receiver has been appointed.
- 9.6 The Bank may exercise any rights attached to charged stock, shares and other securities as it considers necessary to preserve the value of, or realise, that Property. Otherwise the Bank will only exercise those rights as instructed by the Owner.
- 9.7 The Bank may set off any amount due from the Owner against any amount owed by the Bank to the Owner. The Bank may exercise this right, without prior notice, both before and after demand. For this purpose, the Bank may convert an amount in one currency to another, using its market rate of exchange at the relevant time.
- 9.8 Any credit balance with the Bank will not be repayable, or capable of being disposed of, charged or dealt with by the Owner, until the Owner's Obligations, both before and after demand, have been paid in full. The Bank allowing the Owner to make withdrawals will not waive this restriction in respect of future withdrawals.

#### **10. Application of Payments**

- 10.1 The Bank may apply any payments received for the Owner to reduce any of the Owner's Obligations, as the Bank decides.
- 10.2 If the Bank receives notice of any charge or other interest affecting the Property, the Bank may suspend the operation of the Owner's account(s) and open a new account or accounts. Regardless of whether the Bank suspends the account(s), any payments received by the Bank for the Owner after the date of that notice will be applied first to repay the Owner's Obligations arising after that date.

#### **11. Preservation of Other Security and Rights and Further Assurance**

- 11.1 This deed is in addition to any other security or guarantee for the Owner's Obligations held by the Bank now or in the future. The Bank may consolidate this deed with any other security so that they have to be redeemed together, but it will not merge with or prejudice any other security or guarantee or any of the Bank's other rights.
- 11.2 On request, the Owner will execute any deed or document, or take any other action required by the Bank, to perfect or enhance the Bank's security under this deed.

#### **12. Power of Attorney**

To give effect to this deed and secure the exercise of any of their powers, the Owner irrevocably appoints the Bank, and separately any receiver, to be the Owner's attorney (with full power of substitution and delegation), in the Owner's name to sign or execute any documents, deeds and other instruments, or to take, continue or defend any proceedings.

#### **13. Consents, Notices and Demands**

- 13.1 All consents, notices and demands must be in writing.
- 13.2 The Bank may deliver a notice or demand to the Owner at its registered office or at the contact details last known to the Bank.
- 13.3 A notice or demand signed by an official of the Bank will be effective at the time of personal delivery; on the second business day after posting; or, if by fax, at the time of sending, if sent before 6.00 p.m. on a business day, or otherwise on the next business day. A **business day** is a weekday other than a national holiday.
- 13.4 A notice from the Owner to the Bank will be effective on receipt.

**14. Transfers**

The Bank may allow any person to take over any of its rights and duties under this deed. The Owner authorises the Bank to give that person or its agent any financial or other information about the Owner. References to the Bank include its successors.

**15. Law**

15.1 English law applies to this deed and the English courts have exclusive jurisdiction.

15.2 For the benefit of the Bank, the Owner irrevocably submits to the jurisdiction of the English courts and irrevocably agrees that a judgment or ruling in any proceedings in connection with this deed in those courts will be conclusive and binding on the Owner and may be enforced against the Owner in the courts of any other jurisdiction.

Executed and Delivered as a deed by  
the Owner

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director/Secretary

Where only one Director signs, a witness is required

Signed by the Director in the presence of:

Witness' signature

Witness' name in full

Address

Occupation

\_\_\_\_\_  
Tom McCallion  
4<sup>th</sup> Floor, 5-10 Great Tower St, London  
Relationship Manager EC3P3HX

Date

2 0 1 0 - 1 1 - 2 4

You must date  
the document

Signed for the Bank

\_\_\_\_\_  
[Redacted Signature]