

# M

COMPANIES FORM No. 395

# 395

## Particulars of a mortgage or charge

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

\*insert full name of  
company

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies For official use  
(Address overleaf-Note 5)

Company Number

323690

### Name of Company

\* Cavendish-Woodhouse (Holdings) Limited

### Date of creation of the charge

31 March 1998

### Description of the instrument (if any) evidencing the charge (note2)

Trust Deed dated 31 March 1998 constituting and securing £100,000,000 6 3/4 per cent. First Mortgage Debenture Bonds due 2011 and £200,000,000 6 3/4 per cent. First Mortgage

### Amount secured by the charge

The payment of the principal of, premium (if any) and interest on the Bonds, and any further bonds and all other moneys covenanted to be paid by BL Universal PLC to the Trustee under or pursuant to the Trust Deed (the "Secured Obligations")

### Names and addresses of the chargees or persons entitled to the charge

Royal Exchange Trust Company Limited, as trustee for the Holders of the Bonds (the "Trustee"), 155 Bishopsgate, London

Postcode

EC2M 3TG

Presenter's name address and  
reference (if any):

FRESHFIELDS  
65 FLEET STREET  
LONDON EC4V 1HS  
(Ref: AD)

Draft 1390432/0.7/15 Apr 1998

Time critical reference.

For Official Use  
Mortgage Section

Post Room



Short particulars of all the property charged

The Company charges with full title guarantee for the payment to the Trustee of the Secured Obligations:

1 by way of first legal mortgage the following freehold and leasehold premises:

Address of Property	Title Number/Root of Title
21, 23, and 25 Week Street and Central Warehouse Rose Yard Maidstone	K688266
48 and 50 Above Bar Street Southampton	HP464117
19, 20, 21 High Ousegate and 13/15/17 Coppergate York	NYK54622 NYK114266
9-11 Regent Street Wrexham	WA486704

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Particulars as to commission allowance or discount (note3)

Signed Freshfields

Date 16 / 4 / 98

On behalf of ~~company~~ (chargee)

† delete as  
appropriate

**Notes**

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
  - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
5. The address of the Registrar of Companies is:-  
Companies House, Crown Way, Cardiff CF4 3UZ

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## Particulars of a mortgage or charge (continued)

**1**

Continuation sheet No \_\_\_\_\_  
to Form No 395 and 410 (Scot)

Company number

323690

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bold block lettering

Name of company

Cavendish-Woodhouse (Holdings) Limited

Description of the instrument creating or evidencing the mortgage or charge (cont.) (note2)

Debenture Bonds due 2020 (with authority to issue further first mortgage debenture bonds or notes) (the "**Bonds**") between BL Universal PLC, the Company and others and Royal Exchange Trust Company Limited (the "**Trust Deed**")

Amount due or owing on the mortgage or charge (cont.)

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**Names, addresses and descriptions of the mortgagees or persons entitled to the charge (cont.)**

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

**Short particulars of all the property mortgaged or charged (cont.)**

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51, 51a and 53 Clarence Street      SY106648  
Kingston Upon Thames

Land to the South of Market Street      NYK54745  
York

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- 2** by way of first fixed charge any other estate right title or interest in the freehold or leasehold premises listed in the Schedule:

Note: If the Company creates any security which under any law in force at the date of the Trust Deed (as from time to time amended, extended or re-enacted) would give the right to any party to appoint a receiver or manager who would be an administrative receiver of any part of the specifically mortgaged premises, then security shall at the same time be granted to the Trustee (to its reasonable satisfaction) on behalf of the Holders of the Bonds (being the several persons who are for the time being holders of the Bonds) and the Couponholders (being the several persons who are for the time being holders of bearer interest coupons appertaining to the Bonds which are for the time being in bearer form) which shall grant to the Trustee the right also to appoint an administrative receiver in respect of the Company. Any such security granted to the Trustee shall not have any right as to priority, whether in respect of security granted prior thereto or subsequently.

## Short particulars of all the property mortgaged or charged (continued)

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## SCHEDULE

County/District London Borough	Address of Property	Title Number/ Root of Title
Tyne & Wear	72-94 Northumberland Street Newcastle	TY325320 and TY325397
Somerset	Westway Shopping Centre, Frome	ST153504
City of London	Chatsworth House, St Mary Axe	LN311170
Kent; Gravesham	5-10 New Road Gravesend	K516574
Abertawe	Tesco Superstore and Filling Station Nant-y-ffin Road Llansamlet Swansea	WA763072
Taunton Deane	Sainsburys Supermarket and Car Park County Walk Taunton	ST121961 and ST121965
Wiltshire	10-17 Regent Street, Swindon	The Property forming part of the land contained in a Conveyance dated 25 February 1972 made between (1) Coal Industry (Nominees) Limited (2) Morses Limited (3) GUS Property Investments Limited
Bristol	86 and 88 Broadmead Bristol	BL51751
Staffordshire Moorlands	Land and Buildings on the West Side of Junction Road, Leek	SF286104
Lincoln	Superstore Wragby Road, Lincoln	LL126456
Hereford & Worcester; Wyre Forest	Land and Buildings on the South Side of Oxford Street, Kidderminster	HW95502
North East Lincolnshire; Grimsby	64 Victoria Street West, Grimsby	HS256477
City of London	9-21 (odd numbers) Cutler Street	LN195553
Cambridge	1-5 Sidney Street, Cambridge	CB191498
South Yorkshire; Sheffield	33 and 35 Fargate Sheffield	SYK6383
Abertawe	273, 274, 275 and 276 Oxford Street Swansea	WA380094
Tyne & Wear	72-76 Northumberland Street (Headlease) Newcastle Upon Tyne	A Lease dated 15 September 1932 and made between C&A Modes Limited (1) and The British and Colonial Furniture Company Limited (2) and a supplemental Lease dated 16 January 1980 and made between (1) Morrisons Holdings Limited and (2) Bador Properties Limited
Manchester	Unit 11 31 Market Street Manchester	GM392321

## Short particulars of all the property mortgaged or charged (continued)

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## SCHEDULE (continued)

County/District London Borough	Address of Property	Title Number/ Root of Title
Leeds	44-47 Commercial Street Leeds	A Conveyance dated 25 November 1968 made between (1) Morrisons Associated Companies Limited and (2) Morrisons Holdings Limited
Durham; Darlington	57-67 (odd) Northgate Darlington	DU31828
Lancashire; Blackpool	84-94 (even numbers) Church Street and 1/3 Abingdon Street	LA408438 and LA417810
Kent; Maidstone	21, 23, and 25 Week Street and Central Warehouse Rose Yard Maidstone	K688266
Southampton	48 and 50 Above Bar Street Southampton	HP464117
North Yorkshire; York	19, 20, 21 High Ousegate and 13/15/17 Coppergate York	NYK54622 and NYK114266
Wrexham	9-11 Regent Street Wrexham	WA486704
Kingston Upon Thames	51, 51a and 53 Clarence Street Kingston Upon Thames	SY106648
North Yorkshire; York	Land to the South of Market Street York	NYK54745
Tyne & Wear	50 and 52 Northumberland Street and 5a and 5b Saville Row Newcastle Upon Tyne	TY146279
Nottingham	22-26 (even) Clumber Street Nottingham	NT271956
Leicester	14 and 16 Gallowtree Gate Leicester	LT20153
Lancashire; Blackpool	54-64 (even) Church Street Blackpool	LA557810
Merseyside; Liverpool	58-72 Church Street Liverpool	MS380286
Merseyside; Liverpool	99-101 Lord Street and 1-5 Whitechapel Liverpool	MS380283
Southampton	51, 53 and 55 Above Bar Street, Southampton	A Conveyance dated 29 September 1964 made between (1) Coal Industry (Nominees) Limited (2) Associated Tailors Estates Limited
Southampton	48 and 50 Above Bar Street Southampton (freehold)	Lease dated 13 June 1955 made between (1) The Mayor Alderman & Burgesses of the County Borough of Southampton (2) The Rego Clothiers Limited
Barking and Dagenham	Premises at Whalebone Lane South Barking	EGL245738
Manchester	42, 44 and 46 Market Street Manchester	GM601968

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Short particulars of all the property mortgaged or charged (continued)

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SCHEDULE (cont.)

County/District London Borough	Address of Property	Title Number/Root of Title
Chester	32-36 (even) Foregate Street Chester	CH275860
Norfolk; Norwich	12 Gentleman's Walk Norwich	NK16591
Tyne & Wear	Freehold Land and Buildings on the East Side of Newcastle Road Sunderland	TY61859
Newport	166-168 Commercial Street Newport	WA70058 and WA202552
Croydon	87 and 89 North End Croydon	SY70534
Rhondda; Cynon Taff	80, 81, 82, 83 and 84 Taff Street Pontypridd	WA148783
Cardiff	41 Queen Street Cardiff	WA76372
Cardiff	The Post House Pentwyn	A Lease dated 24 October 1972 made between (1) The Lord Mayor Alderman and Citizens of the City of Cardiff and (2) Trusthouse Forte Hotels Limited
City of London	126-130 and 133-137 Houndsditch 1-3 (odd numbers) Stoney Lane and 6-12 (even numbers) White Kennet Street	LN28994
Kingston Upon Thames	22a, 24 and 24a Clarence Street Kingston Upon Thames	SGL26159
Carmarthen	1-7 Red Street, Carmarthen	A Conveyance dated 29 April 1980 made between (1) Standen House Developments Limited (2) GUS Property Management Limited

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00323690

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A TRUST DEED DATED 31st MARCH 1998 CONSTITUTING AND SECURING £100,000,000 6 3/4 PER CENT. FIRST MORTGAGE DEBENTURE BONDS DUE 2011 AND £200,000,000 6 3/4 PER CENT. FIRST MORTGAGE DEBENTURE BONDS DUE 2020 (WITH AUTHORITY TO ISSUE FURTHER FIRST MORTGAGE DEBENTURE BONDS OR NOTES) BETWEEN BL UNIVERSAL PLC, THE COMPANY AND OTHERS AND ROYAL EXCHANGE TRUST COMPANY DATED THE 31st MARCH 1998 AND CREATED BY CAVENDISH-WOODHOUSE (HOLDINGS) LIMITED FOR SECURING THE PAYMENT OF THE PRINCIPAL OF, PREMIUM (IF ANY) AND INTEREST ON THE BONDS, AND ANY FURTHER BONDS AND ALL OTHER MONIES COVENANTED TO BE PAID BY BL UNIVERSAL PLC TO THE TRUSTEE UNDER OR PURSUANT TO THE TRUST DEED WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 16th APRIL 1998.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 20th APRIL 1998.

PHIL DAVIES

for the Registrar of Companies



COMPANIES HOUSE

HC026B

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