

080615/91

In accordance with
Section 860 of the
Companies Act 2006

MG01

Particulars of a mortgage or charge



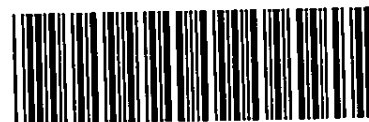
A fee is payable with this form.

We will not accept this form unless you send the correct fee
Please see 'How to pay' on the last page

☒ **What this form is for**
You may use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland

☐ **What this form is NOT for**
You cannot use this form to
register particulars of a charge for a
company. To do this, please
use form MG01s

SATURDAY



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A44

12/02/2011

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COMPANIES HOUSE

1 Company details

Company number 3 4 9 2 0 1

Company name in full St Modwen Properties Plc (the "Chargor")

20 For official use

→ **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 d3 d1 m0 m1 y2 y0 y1 y1

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 Accounts Assignment made between the Chargor (1) and the Agent (2) (the
"Accounts Assignment")

4 Amount secured

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

Amount secured All obligations of each Obligor owed or expressed
to be owed to the Finance Parties under or in
connection with the Finance Documents whether owed
jointly or severally, as principal or surety or in
any other capacity

(the "Secured Liabilities")

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

MG01

Particulars of a mortgage or charge

5 Mortgagee(s) or person(s) entitled to the charge (if any)

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge

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

Name Abbey National Treasury Services plc

Address 2 Triton Square, Regent's Place, London

(the "Agent")

Postcode N W 1 3 A N

Name

Address

Postcode

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

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

Short particulars

1 Security

1 1 Assignment

As continuing security for the payment of the Secured Liabilities the Chargor with full title guarantee assigned to the Agent

(a) its present and future rights and interest in the Rent Account and all money now or at any time after the date of the Accounts Assignment credited to, or standing to the credit of, the Rent Account, together with accrued interest in respect of such money and the debts owing to the Chargor in respect of such money and interest, and

(b) its present and future rights and interest in the Sale Proceeds Account and all money now or at any time after the date of the Accounts Assignment credited to, or standing to the credit of, the Sale Proceeds Account, together with accrued interest in respect of such money and the debts owing to the Chargor in respect of such money and interest

1 2 Notice of assignment

The Chargor shall give notice of the assignment of the Charged Property to the Account Bank (if not the Agent) in the form set out in schedule 1 of the Accounts Assignment and shall procure that the Account Bank (if not the Agent) executes and delivers to the Agent an acknowledgment of the rights of the Agent in respect of the Charged Property in the form set out in schedule 2 of the Accounts Assignment

2 Negative Undertakings

2 1 Negative pledge

(a) The Chargor shall not create or permit to subsist any Security over any of the Charged Property other than a Permitted Security

MG01 - continuation page

Particulars of a mortgage or charge

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

(b) The Chargor shall not

- (1) sell, transfer or otherwise dispose or purport or agree to dispose of the Charged Property,
- (11) enter into any arrangement under which either of the Accounts, or any money or interest now or at any time after the date of this deed credited to, or standing to the credit of, the Accounts may be applied, set-off or made subject to a combination of accounts by the Account Bank

MG01 - continuation page

Particulars of a mortgage or charge

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

Definitions

"Accounts" means the Rent Account and the Sale Proceeds Account (and each an "Account"),

"Account Bank" means Santander UK Plc acting through its branch at 2 Triton Square, Regent's Place, London NW1 3AN or any other bank appointed as such in accordance with the Accounts Assignment,

"Agreement" means a loan agreement dated on or about the date of the Accounts Assignment made between the Chargor as Borrower, the guarantors named therein, the lenders named therein and Abbey National Treasury Services Plc as the Agent as the same may be amended, varied, supplemented, novated, restated or replaced from time to time,

"Charged Property" means the assets assigned by the Chargor under the Accounts Assignment,

"Financial Collateral Regulations" means the Financial Collateral Arrangements (No 2) Regulations 2003 SI 2003/3226,

"LPA" means the Law of Property Act 1925,

"Rent Account" means an interest bearing deposit account of the Chargor maintained by the Chargor with the Account Bank and numbered 86523213 and designated "St Modwen Properties plc - Rent Account" or any replacement account opened by the Chargor at the request of or with the consent of the Agent, and

"Sale Proceeds Account" means an interest bearing deposit account of the Chargor with the Account Bank and to be designated "St Modwen Properties plc - Sale Proceeds Account" account number 86523789 or any replacement account opened by the Chargor at the request of or with the consent of the Agent

MG01

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7

Particulars as to commission, allowance or discount (if any)

Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his

- subscribing or agreeing to subscribe, whether absolutely or conditionally, or
- procuring or agreeing to procure subscriptions, whether absolute or conditional,

for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered

Commission allowance or discount

Nil

8

Delivery of instrument

You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860). If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 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).

9

Signature

Please sign the form here

Signature

Signature

X Taylor Wessis LLP X

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

MG01

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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 UDJM/UNXJ

Company name
Taylor Wessing LLP

Address 5 New Street Square

Post town London

County/Region

Postcode E C 4 A 3 T W

Country

DX 41 - London

Telephone



Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following.

- ☒ [x] The company name and number match the information held on the public Register
- ☒ [x] You have included the original deed with this form
- ☒ [x] You have entered the date the charge was created
- ☒ [x] You have supplied the description of the instrument
- ☒ [x] You have given details of the amount secured by the mortgagee or chargee
- ☒ [x] You have given details of the mortgagee(s) or person(s) entitled to the charge
- ☒ [x] You have entered the short particulars of all the property mortgaged or charged
- ☒ [x] You have signed the form
- ☒ [x] You have enclosed the correct fee



Important information

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



How to pay

A fee of £13 is payable to Companies House in respect of each mortgage or charge.

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 349201
CHARGE NO. 20**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN ACCOUNTS ASSIGNMENT
DATED 31 JANUARY 2011 AND CREATED BY ST. MODWEN
PROPERTIES PLC FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM EACH OBLIGOR TO THE FINANCE
PARTIES 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
12 FEBRUARY 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15 FEBRUARY
2011

DX



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES