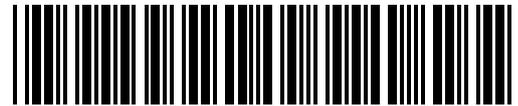




Registration of a Charge

Company Name: **SHAWBROOK BANK LIMITED**

Company Number: **00388466**



Received for filing in Electronic Format on the: **11/07/2022**

XB7ZYX60

Details of Charge

Date of creation: **30/06/2022**

Charge code: **0038 8466 0003**

Persons entitled: **EALBROOK MORTGAGE FUNDING 2022-1 PLC**

Brief description:

Contains fixed charge(s).

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: **CMS CAMERON MCKENNA NABARRO OLSWANG LLP**



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 388466

Charge code: 0038 8466 0003

The Registrar of Companies for England and Wales hereby certifies that a charge dated 30th June 2022 and created by SHAWBROOK BANK LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 11th July 2022 .

Given at Companies House, Cardiff on 13th July 2022

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

SCOTTISH TRUST TRANSFER**ASSIGNATION****BY**

SHAWBROOK BANK LIMITED, a private limited company incorporated under the laws of England and Wales with company registration No. 00388466 and having its registered office at Lutea House, The Drive, Warley Hill Business Park, Great Warley, Brentwood, Essex, CM13 3BE, United Kingdom (the "**Shawbrook**")

IN FAVOUR OF

EALBROOK MORTGAGE FUNDING 2022-1 PLC (No. 13999845), a public limited company incorporated under the laws of England and Wales, with its registered office at 1 Bartholomew Lane, London, EC2N 2AX, United Kingdom (the "**Issuer**")

WITH INTIMATION TO AND ACKNOWLEDGEMENT BY

BLUESTONE MORTGAGES LIMITED a company incorporated in England whose registered number is 02305213, and whose registered office is at 3rd Floor, 22 Chancery Lane, London, United Kingdom, WC2A 1LS (the "**Legal Title Holder**")

WHEREAS:

- (A) Legal Title to the Scottish Trust Property aforementioned is currently held by and vested in the Legal Title Holder.
- (A) Pursuant to certain Scottish declarations of trust entered into between the Legal Title Holder and Shawbrook and having an effective date prior to the effective date hereof in respect of the Scottish Loans set out in Appendix 1 hereto (the "**Scottish Declaration of Trust**"), certain Scottish Loans and their related Scottish Mortgages and other Related Security as more fully specified and defined therein (the "**Scottish Trust Property**") are held in trust by the Legal Title Holder for Shawbrook.
- (B) In terms of a mortgage sale agreement dated on or around the effective date hereof and entered into between, amongst others, the Legal Title Holder, Shawbrook and the Issuer (the "**Mortgage Sale Agreement**"), Shawbrook has agreed to sell and transfer inter alia the Scottish Trust Property to the Issuer.
- (C) In implement of the aforementioned sale and transfer, and of the obligations under clause **Error! Reference source not found.** (*Sale and Purchase*) of the Mortgage Sale Agreement, the parties have agreed to enter into this deed.

NOW THEREFORE IT IS AGREED as follows:

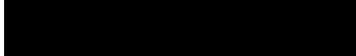
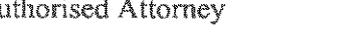
1. Unless otherwise defined in this Scottish Trust Transfer or the context otherwise requires, words and expressions in this Scottish Trust Transfer shall have the meanings and constructions ascribed to them in schedule 1 (*Master Definitions and Construction Schedule*) to the Incorporated Terms Memorandum dated on or about the date of this Deed and signed for the purpose of identification by the parties to this Deed and others (as the same may be amended, varied and/or supplemented from time to time with the

consent of the parties to this Deed, the "Incorporated Terms Memorandum"). This Deed shall be construed in accordance with the principles of construction and interpretation set out in such Incorporated Terms Memorandum.

2. Shawbrook as holder of the beneficial interest therein and with absolute warrandice HEREBY ASSIGNS to and in favour of the Issuer its whole right, title, interest and benefit, present and future, in and to the Scottish Trust Property and in and to each Scottish Declaration of Trust, surrogating and substituting the Issuer in its full right and place therein and thereto.
3. Shawbrook and the Issuer intimate to the Legal Title Holder the assignment made pursuant to Clause 2 hereof and the Legal Title Holder by its execution hereof acknowledges this intimation.
4. In the event of a repurchase pursuant Clause 10 (*Actions following Breach of Warranty*) or Clause 12 (*Repurchase of Loans*) of the Mortgage Sale Agreement, the parties agree (to the extent required) to enter into an assignment substantially on the same terms as this Scottish Trust Transfer by the Issuer in favour of Shawbrook of the Issuer's beneficial title in respect of such part or parts of the Scottish Trust Property as are repurchased by Shawbrook from the Issuer.
5. This Scottish Trust Transfer shall be governed by and construed in accordance with Scots law.
6. This Scottish Trust Transfer may be executed in any number of counterparts and by each of the parties on separate counterparts. Where executed in counterpart:
 - (a) this Scottish Trust Transfer will not take effect until each of the counterparts has been delivered;
 - (b) each counterpart will be held as undelivered until the parties agree a date on which the counterparts are to be treated as and each Scottish Declaration of Trust has been delivered; and

(c) the date of delivery may be inserted in the testing clause in the space provided for the effective date of this Scottish Trust Transfer.

IN WITNESS WHEREOF these presents typewritten on this and the preceding two pages are executed in counterpart by the parties as undernoted, with an effective date of 30 June and with the counterparts executed by Shawbrook, the Issuer and the Legal Title Holder being treated as delivered on such date and in such order as follows:

SUBSCRIBED for and behalf of) 
SHAWBROOK BANK) 
LIMITED) 
acting by an authorised attorney) 
Authorised Attorney

In the presence of: 

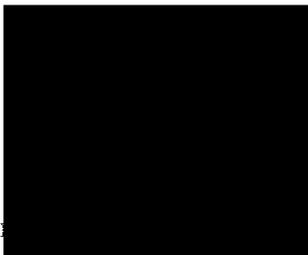
Witness Signature: 

Name: NEAL DESAI

Occupation: HEAD OF FPA

Address: 

SUBSCRIBED for and on behalf of)
BLUESTONE MORTGAGES)
LIMITED)
acting by a director)
Director



In the presence of:



Witness Signature:

Name:

STEVE SGAR

Occupation:

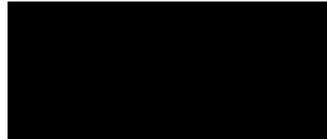
CEO

Address:



SUBSCRIBED for and on behalf
of EALBROOK MORTGAGE
FUNDING 2022-1 PLC
acting by its director

)
)
)
)



per pro Intertrust Directors 1 Limited

In the presence of:



Witness Signature:

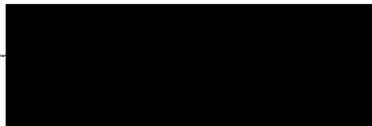
Name:

George Eliades

Occupation:

Assistant Manager

Address:



APPENDIX 1 TO SCOTTISH TRUST TRANSFER

List of Scottish Loans set out herein.

| AR3 | AR128 | AR129 |
|---------|----------|-------|
| 2007176 | Scotland | PH33 |
| 2007217 | Scotland | KA18 |
| 2007220 | Scotland | G69 |
| 2007226 | Scotland | EH17 |
| 2007326 | Scotland | EH26 |
| 2007550 | Scotland | KY4 |
| 2007657 | Scotland | KY2 |
| 2007940 | Scotland | ML6 |
| 2008181 | Scotland | DD7 |
| 2008507 | Scotland | G52 |
| 2008603 | Scotland | EH54 |
| 2008609 | Scotland | AB41 |
| 2008623 | Scotland | FK10 |
| 2009022 | Scotland | ML5 |
| 2009180 | Scotland | EH4 |
| 2009929 | Scotland | ML1 |
| 2010164 | Scotland | G40 |
| 2010337 | Scotland | G75 |
| 2010936 | Scotland | KY8 |
| 2010957 | Scotland | AB42 |
| 2010974 | Scotland | IV36 |
| 2011000 | Scotland | G69 |
| 2011049 | Scotland | IV20 |

| | | |
|---------|----------|------|
| 2011082 | Scotland | G69 |
| 2011091 | Scotland | ML2 |
| 2011170 | Scotland | PH33 |
| 2011175 | Scotland | DD2 |
| 2011198 | Scotland | TD3 |
| 2011235 | Scotland | G52 |
| 2011272 | Scotland | G78 |
| 2011282 | Scotland | FK1 |
| 2011316 | Scotland | ML5 |
| 2011355 | Scotland | PA4 |
| 2011364 | Scotland | G72 |
| 2011420 | Scotland | KY12 |
| 2011437 | Scotland | PA3 |
| 2011549 | Scotland | PH3 |
| 2011593 | Scotland | EH22 |
| 2011644 | Scotland | ML1 |
| 2011676 | Scotland | IV31 |
| 2011682 | Scotland | EH45 |
| 2011745 | Scotland | IV2 |
| 2011766 | Scotland | G72 |
| 2011772 | Scotland | AB31 |
| 2011780 | Scotland | DG1 |
| 2011836 | Scotland | PA19 |
| 2011838 | Scotland | EH5 |
| 2011856 | Scotland | ML1 |
| 2011868 | Scotland | G74 |

| | | |
|---------|----------|------|
| 2011891 | Scotland | DD3 |
| 2011897 | Scotland | G64 |
| 2011919 | Scotland | G72 |
| 2011921 | Scotland | KY6 |
| 2011949 | Scotland | G72 |
| 2011979 | Scotland | G64 |
| 2012016 | Scotland | DG7 |
| 2012030 | Scotland | G44 |
| 2012044 | Scotland | PA19 |
| 2012055 | Scotland | FK2 |
| 2012077 | Scotland | ML5 |
| 2012099 | Scotland | G52 |
| 2012100 | Scotland | EH30 |
| 2012129 | Scotland | G43 |
| 2012145 | Scotland | KA30 |
| 2012159 | Scotland | DG4 |
| 2012170 | Scotland | G75 |
| 2012173 | Scotland | FK4 |
| 2012175 | Scotland | G66 |
| 2012195 | Scotland | PH34 |
| 2012223 | Scotland | KA1 |
| 2012224 | Scotland | KA1 |
| 2012234 | Scotland | AB44 |
| 2012235 | Scotland | EH5 |
| 2012267 | Scotland | G77 |
| 2012281 | Scotland | EH4 |

| | | |
|---------|----------|------|
| 2012283 | Scotland | ML3 |
| 2012290 | Scotland | FK6 |
| 2012308 | Scotland | EH51 |
| 2012329 | Scotland | PH1 |
| 2012334 | Scotland | EH52 |
| 2012370 | Scotland | EH54 |
| 2012406 | Scotland | PA2 |
| 2012423 | Scotland | EH6 |
| 2012426 | Scotland | ML6 |
| 2012459 | Scotland | G33 |
| 2012482 | Scotland | EH48 |
| 2012502 | Scotland | DD11 |
| 2012517 | Scotland | PA4 |
| 2012521 | Scotland | ML1 |
| 2012541 | Scotland | EH4 |
| 2012544 | Scotland | KA23 |
| 2012545 | Scotland | KY8 |
| 2012550 | Scotland | G31 |
| 2012591 | Scotland | PH10 |
| 2012592 | Scotland | KA4 |
| 2012634 | Scotland | FK6 |
| 2012654 | Scotland | KY8 |
| 2012663 | Scotland | G66 |
| 2012747 | Scotland | KA11 |
| 2012753 | Scotland | PA2 |
| 2012755 | Scotland | PA14 |

| | | |
|---------|----------|------|
| 2012776 | Scotland | EH32 |
| 2012875 | Scotland | G74 |
| 2012949 | Scotland | G53 |
| 2012984 | Scotland | ML6 |
| 2013006 | Scotland | DD4 |
| 2013071 | Scotland | EH19 |
| 2013088 | Scotland | G74 |
| 2013117 | Scotland | ML3 |
| 2013134 | Scotland | AB51 |
| 2013180 | Scotland | EH48 |
| 2013187 | Scotland | ML10 |
| 2013204 | Scotland | KA2 |
| 2013208 | Scotland | EH22 |
| 2013217 | Scotland | DD8 |
| 2013226 | Scotland | ML9 |
| 2013245 | Scotland | EH7 |
| 2013269 | Scotland | DD3 |
| 2013290 | Scotland | G40 |
| 2013310 | Scotland | KY1 |
| 2013325 | Scotland | DD3 |
| 2013372 | Scotland | EH54 |
| 2013425 | Scotland | PA8 |
| 2013428 | Scotland | KY6 |
| 2013430 | Scotland | DD10 |
| 2013431 | Scotland | EH47 |
| 2013433 | Scotland | AB15 |

| | | |
|---------|----------|------|
| 2013442 | Scotland | DG2 |
| 2013455 | Scotland | DG1 |
| 2013457 | Scotland | AB53 |
| 2013473 | Scotland | KY6 |
| 2013482 | Scotland | G83 |
| 2013513 | Scotland | EH3 |
| 2013514 | Scotland | AB21 |
| 2013534 | Scotland | G69 |
| 2013604 | Scotland | AB44 |
| 2013642 | Scotland | ML1 |
| 2013695 | Scotland | ML1 |
| 2013699 | Scotland | KA7 |
| 2013714 | Scotland | ML11 |
| 2013735 | Scotland | TD9 |
| 2013799 | Scotland | FK10 |
| 2013800 | Scotland | ML1 |
| 2013850 | Scotland | TD14 |
| 2013861 | Scotland | ML5 |
| 2013866 | Scotland | EH12 |
| 2013881 | Scotland | ML1 |
| 2013899 | Scotland | EH39 |
| 2013913 | Scotland | EH11 |
| 2013938 | Scotland | ML11 |
| 2013943 | Scotland | AB15 |
| 2013946 | Scotland | PA19 |
| 2013952 | Scotland | DG1 |

| | | |
|---------|----------|------|
| 2013969 | Scotland | KY11 |
| 2013980 | Scotland | G74 |
| 2013986 | Scotland | DD3 |
| 2013987 | Scotland | KY11 |
| 2014019 | Scotland | EH7 |
| 2014034 | Scotland | G42 |
| 2014041 | Scotland | G68 |
| 2014053 | Scotland | EH8 |
| 2014079 | Scotland | PA19 |
| 2014094 | Scotland | AB42 |
| 2014111 | Scotland | DG8 |
| 2014115 | Scotland | DG11 |
| 2014150 | Scotland | KA21 |
| 2014180 | Scotland | AB12 |
| 2014184 | Scotland | DG9 |
| 2014233 | Scotland | G66 |
| 2014264 | Scotland | KA13 |
| 2014275 | Scotland | G64 |
| 2014285 | Scotland | DD8 |
| 2014296 | Scotland | PA2 |
| 2014303 | Scotland | KA20 |
| 2014313 | Scotland | KY7 |
| 2014340 | Scotland | DG8 |
| 2014342 | Scotland | AB51 |
| 2014343 | Scotland | DD4 |
| 2014352 | Scotland | AB54 |

| | | |
|---------|----------|------|
| 2014355 | Scotland | G69 |
| 2014360 | Scotland | G46 |
| 2014392 | Scotland | PH20 |
| 2014395 | Scotland | EH4 |
| 2014461 | Scotland | PA5 |
| 2014465 | Scotland | EH26 |
| 2014471 | Scotland | G75 |
| 2014484 | Scotland | TD4 |
| 2014515 | Scotland | G44 |
| 2014524 | Scotland | AB30 |
| 2014532 | Scotland | KA4 |
| 2014537 | Scotland | PA16 |
| 2014540 | Scotland | IV5 |
| 2014555 | Scotland | ML9 |
| 2014556 | Scotland | EH54 |
| 2014571 | Scotland | ML3 |
| 2014598 | Scotland | FK5 |
| 2014607 | Scotland | G67 |
| 2014656 | Scotland | PA3 |
| 2014658 | Scotland | G71 |
| 2014662 | Scotland | PA10 |
| 2014681 | Scotland | PA2 |
| 2014695 | Scotland | ML4 |
| 2014698 | Scotland | EH47 |
| 2014701 | Scotland | EH26 |
| 2014715 | Scotland | EH52 |

| | | |
|---------|----------|------|
| 2014720 | Scotland | EH32 |
| 2014730 | Scotland | G72 |
| 2014742 | Scotland | AB10 |
| 2014752 | Scotland | ML6 |
| 2014757 | Scotland | ML2 |
| 2014760 | Scotland | KY2 |
| 2014768 | Scotland | PH1 |
| 2014771 | Scotland | PA16 |
| 2014773 | Scotland | EH54 |
| 2014838 | Scotland | ML4 |
| 2014842 | Scotland | G83 |
| 2014848 | Scotland | G81 |
| 2014857 | Scotland | PA2 |
| 2014885 | Scotland | G72 |
| 2014924 | Scotland | KA22 |
| 2014946 | Scotland | AB54 |
| 2014982 | Scotland | G74 |
| 2014987 | Scotland | ML8 |