

MR01

Particulars of a charge

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Laserform

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to register
a charge created or evidenced by
an instrument

☒ **What this form is NOT for**
You may not use this form to
register a charge where the
instrument Use form MR08

For further information please



RCS 10/09/2014 #10
COMPANIES HOUSE
A18 05/09/2014 #372
COMPANIES HOUSE

This form **must be delivered to the Registrar for registration within 21 days** beginning with the day after the date of creation of the charge. If delivered outside of the 21 days it will be rejected unless it is accompanied by a court order extending the time for delivery

☒ You **must** enclose a certified copy of the instrument with this form. This must be scanned and placed on the public record. **Do not send the original**

1 Company details

Company number 00614864

Company name in full ☒ Countryside Properties (UK) Limited

1058 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 Charge creation date

Charge creation date 28/08/2014

3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees
entitled to the charge

Name ☒ Lloyds Bank plc as security agent for the Secured Parties (**Security Agent**)

Name

Name

Name

If there are more than four names, please supply any four of these names then
tick the statement below

☐ I confirm that there are more than four persons, security agents or
trustees entitled to the charge

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4

Brief description

Please give a short description of any land, ship, aircraft or intellectual property registered or required to be registered in the UK subject to a charge (which is not a floating charge) or fixed security included in the instrument

Please submit only a short description if there are a number of plots of land, aircraft and/or ships, you should simply describe some of them in the text field and add a statement along the lines of, "for more details please refer to the instrument"

Please limit the description to the available space

Brief description

The property known as Phase 1c Land at Branthwaite Crescent, Liverpool and registered at the Land Registry with title number MS597833

5

Other charge or fixed security

Does the instrument include a charge (which is not a floating charge) or fixed security over any tangible or intangible or (in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box

☐ Yes

☒ No

6

Floating charge

Is the instrument expressed to contain a floating charge? Please tick the appropriate box

☐ Yes Continue

☒ No Go to Section 7

Is the floating charge expressed to cover all the property and undertaking of the company?

☐ Yes

7

Negative Pledge

Do any of the terms of the charge prohibit or restrict the company from creating further security that will rank equally with or ahead of the charge? Please tick the appropriate box

☒ Yes

☐ No

8

Trustee statement ¹

You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge

☐

¹ This statement may be filed after the registration of the charge (use form MR06)

9

Signature

Please sign the form here

Signature


Signature


X Addshew Coddard LLP X


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

MR01


Particulars of a charge


	Presenter information
You do not have to give any contact information, but if you do, it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.	
Contact name	DESMB/13845-2136
Company name	Addleshaw Goddard LLP
Address	Milton Gate
60 Chiswell Street	
Post town	London
County/Region	
Postcode	E C 1 Y 4 A G
Country	United Kingdom
DX	47 London
Telephone	020 7606 8855

	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	
<input checked="" type="checkbox"/>	The company name and number match the information held on the public Register
<input checked="" type="checkbox"/>	You have included a certified copy of the instrument with this form
<input checked="" type="checkbox"/>	You have entered the date on which the charge was created
<input checked="" type="checkbox"/>	You have shown the names of persons entitled to the charge
<input checked="" type="checkbox"/>	You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
<input checked="" type="checkbox"/>	You have given a description in Section 4, if appropriate
<input checked="" type="checkbox"/>	You have signed the form
<input checked="" type="checkbox"/>	You have enclosed the correct fee
<input checked="" type="checkbox"/>	Please do not send the original instrument, it must be a certified copy

	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 filed on paper	
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	

PROFORMA

Company Number	00614864
Company Name	Countryside Properties (UK) Limited
Contact Name/ Organisation	Bernadette Desmond / Addleshaw Goddard LLP
Address	Milton Gate, 60 Chiswell Street, London EC1Y 4AG

The following details will need to be added to, amended or deleted from the Form MR01

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

- ☐ Company /LLP number
- ☐ Company/LLP name
- ☐ Date of creation of charge
- ☐ Persons entitled to the charge
- ☐ Description of property
- ☒ Fixed charge tick box (applies only to MR01/LLMR01)
- ☐ Floating charge tick box (applies only to MR01/LLMR01)
- ☐ Negative pledge tick box (applies only to MR01/LLMR01)
- ☐ Nature of the charge
(applies only to MR08/LL MR08)
- ☐ Obligations secured by the charge
(applies only to MR08/LL MR08)

(Please give the instructions in the box below)

Please tick "yes" in section 5 of the 2 x MR01 relating to the 2 x sub charges created on 28 August 2014 by Countryside Properties (UK) Limited company number 00614864



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 614864

Charge code: 0061 4864 1058

The Registrar of Companies for England and Wales hereby certifies that a charge dated 28th August 2014 and created by COUNTRYSIDE PROPERTIES (UK) LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 10th September 2014.

DT

Given at Companies House, Cardiff on 11th September 2014



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**

WE HEREBY CERTIFY THAT THIS IS
A TRUE COPY (AS REDACTED) OF
THE ORIGINAL

Addleshaw Goddard LLP

DATE 2 SEPTEMBER 2014
ADDLESHAW GODDARD LLP

SUB CHARGE

THIS SUPPLEMENTAL LEGAL CHARGE is dated 28th August 2014 and
made between

- (1) COUNTRYSIDE PROPERTIES (UK) LIMITED as chargor (the "Chargor"), and
- (2) LLOYDS BANK PLC as security agent for the Secured Parties (the "Security Agent")

Background

- (A) The Chargor has entered into the Debenture as security for the Secured Obligations
- (B) The Chargor enters into this Deed pursuant to Clause 5.7 (*Countryside Sigma*) of the Debenture
- (C) The Security Agent and the Chargor intend this document to take effect as a deed (even though the Security Agent only executes it under hand)
- (D) The Security Agent holds the benefit of this Deed for the Secured Parties on the terms of the Finance Documents

1 Interpretation

1.1 Definitions

In this Deed

"**Debenture**" means the security agreement dated 4 June 2014 and made between, among others, the Chargor and the Security Agent

"**Charged Property**" means all of the Chargor's right, title and interest from time to time in and to the Principal Mortgage

"**Principal Mortgage**" means the legal mortgage dated on or around the date of this Deed and made between Countryside Sigma and the Chargor in respect of the Sigma Property

"**Sigma Property**" means the property known as phase 1c Land at Branthwaite Crescent, Liverpool with title number MS597833

1.2 Defined Terms

Unless this Deed provides otherwise or the context otherwise requires, a term which is defined (or expressed to be subject to a particular construction) in the Debenture shall have the same meaning (or be subject to the same construction) in this Deed

1.3 Designation

This Deed is supplemental to the Debenture and is a Finance Document

2 Charge

The Chargor with full title guarantee and as security for the payment of all Secured Obligations, charges by way of first fixed charge in favour of the Security Agent

- (a) all of the Charged Property, and

- (b) all the indebtedness secured by the Principal Mortgage

3 The Land Registry

The Chargor shall

- (a) apply to the Land Registry to register the Security created by Clause 2 (*Charge*),
- (b) apply to the Land Registry requesting
 - (i) a restriction in the form specified by the Security Agent, and
 - (ii) the obligation to make further advances,to be entered on the register of the title to the Sigma Property in respect of the Security created by Clause 2 (*Charge*),
- (c) pay all applicable registration fees,
- (d) deal with any requisitions by the Land Registry relating to the Charged Property and/or the Sigma Property and keep the Security Agent informed as to the progress of any such application for registration, the nature of any such requisitions and its response,

or, if the Security Agent gives notice to the Chargor that the Security Agent will submit the relevant forms to the Land Registry, the Chargor shall promptly provide the Security Agent with all duly completed forms reasonably requested by the Security Agent and all applicable registration fees

4 Incorporation of other Terms

The provisions of the Debenture shall be deemed to be incorporated in this Deed as if set out in full in this Deed, *mutatis mutandis*, except that

- (a) references to "this Deed" shall be construed as references to this Deed,
- (b) Clause 5.1 (*Documents*) of the Debenture shall be construed as if "Material Real Property" were replaced with "Charged Property" and "Sigma Property"
- (a) references to "the Chargors" or each or any of them should be construed as references to the Chargor, and
- (b) Clauses 2 (*Security Interests*), 27 (*Counterparts*) and 28 (*Governing Law*) of the Debenture shall not be deemed to be incorporated in this Deed

5 Governing Law

This Deed and any non-contractual obligations arising out of or in connection with it are governed by English law

6 Counterparts and Effectiveness

6.1 Counterparts


This Deed may be executed in any number of counterparts, and this has the same effect as if the signatures on the counterparts were on a single copy of this Deed

6.2 Effectiveness

This Deed shall take effect and be delivered as a deed on the date on which it is stated to be made

In Witness Whereof this Deed has been executed as a deed by the Chargor and has been signed on behalf of the Security Agent

SIGNED as a DEED by COUNTRYSIDE
PROPERTIES (UK) LIMITED acting by
a Director in the presence of

 Rec
01
)
)
) X
)
Director

Signature of witness

Name

Address

Occupation

 Andrew Moore
Associate Director
LLOYDS BANK PLC as Security Agent