



Registration of a Charge

Company Name: **ELSICK FARMS LIMITED**

Company Number: **01216593**



Received for filing in Electronic Format on the: **21/06/2023**

XC653NJK

Details of Charge

Date of creation: **12/06/2023**

Charge code: **0121 6593 0004**

Persons entitled: **ELSICK DEVELOPMENT COMPANY LIMITED (REGISTERED NUMBER SC347375)**

Brief description: **THOSE SUBJECTS AT ELSICK ESTATE, NEWTONHILL, STONEHAVEN SHOWN COLOURED PINK ON PLAN 1, PLAN 2 AND PLAN 3 (EXCLUDING (A) THAT AREA COLOURED PINK AND HATCHED BLACK ON PLAN 2, (B) THE SUBJECTS SHOWN SHADED GREEN ON PLAN 4, AND (C) THE SUBJECTS SHOWN SHADED BLUE ON PLAN 5) ALL AS MORE THOROUGHLY DESCRIBED IN THE INSTRUMENT.**

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: **VICTORIA SANGSTER**



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 1216593

Charge code: 0121 6593 0004

The Registrar of Companies for England and Wales hereby certifies that a charge dated 12th June 2023 and created by ELSICK FARMS LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 21st June 2023 .

Given at Companies House, Cardiff on 21st June 2023

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**

Standard Security

by

Elsick Farms Limited

in favour of

Elsick Development Company Limited

Subjects:- Elsick Estate, Newtonhill, Stonehaven, Kincardine

CERTIFIED TRUE COPY OF ORIGINAL DOCUMENT, SAVE FOR THE
INFORMATION REDACTED PURSUANT TO SECTION 859B OF THE
COMPANIES ACT 2006

Certified a true copy

Aberdeen 13 June 2023

Victoria Suggs

for and on behalf of Burness Paull LLP


We, ELSICK FARMS LIMITED, incorporated under the Companies Acts (Registered Number 01216593) and having our registered office formerly at 66 Lincolns Inn Fields, London and now at Saffery Champness, 71 Queen Victoria Street, London, England, EC4V 4BE ("the Grantors"), HEREBY IN SECURITY of the obligation to pay any Uplift Payment due or which may become due by us the said ELSICK FARMS LIMITED, as Trustees for and on behalf of The 3rd Duke of Fife's Testamentary Trust as established by the will by The Most Noble James George Alexander Bannerman Carnegie, Duke of Fife dated 28 June 2013, to ELSICK DEVELOPMENT COMPANY LIMITED, a company incorporated under the Companies Acts (Registered Number SC347375) and having their Registered Office formerly at Elsick Estate Office Newhall, Newtonhill, Stonehaven, AB39 3SH and now at Kinnaird Castle, Kinnaird Park, Brechin, Angus, Scotland, DD9 6TZ ("the Company") by virtue of the Minute of Agreement entered into among (i) the late The Most Noble James George Alexander Bannerman Carnegie, Duke of Fife (ii) the late Edward George Milne Ewan (iii) William John Marr, Ian Marr, Malcolm Marr (iv) Alexander James Clark Shepherd (v) Colin James Gardiner and Isabel Jayne Gardiner and (vi) the Company dated 15 and 16 both days December 2010 and registered in the Books of Council and Session on 25 January 2011 ("the Promotion Agreement") and any variation thereof GRANT, in our capacity as Trustees aforesaid, a Standard Security in favour of the Company and their successors and assignees whomsoever over ALL and WHOLE those subjects shown coloured pink on the plans marked 'Plan 1', 'Plan 2' and Plan '3', all annexed and executed as relative hereto (but excluding for the avoidance of any doubt (a) that area coloured pink and hatched black on Plan 2, (b) the subjects shown shaded green on the plan marked 'Plan 4' annexed and executed as relative hereto; and (c) the subjects shown shaded blue on the plan marked 'Plan 5' annexed and executed as relative hereto) which subjects form PART and PORTION of (**FIRST**) All and Whole the farm and lands of Shiels, Newtonhill in the Parish of Banchory Devenick and County of Kincardine extending to one hundred and eight acres and two hundred and thirty decimal or thousandth parts of an acre or thereby Imperial Measure all as the said farm and lands are shown delineated and outlined in red on the plan annexed and subscribed as relative to the Disposition by James William Irvine-Portescue in favour of the said The Most Noble James George Alexander Bannerman Carnegie, Duke of Fife, dated Twenty seventh May and recorded in the Division of the General Register of Sasines applicable to the County of Kincardine on Fifth June both months Nineteen hundred and sixty five; (**SECOND**) All and Whole those subjects at Mains of Elsick, Over and Nether Cairnhills, East Quoscies, Mains of Newhall and others comprising the whole subjects more particularly described (In the First Place), (In the Second Place) and (In the Third Place) in, disposed by and shown outlined in red (and in the case of the access road to Elsick House also coloured red) on the plan annexed and subscribed as relative to the Disposition by The Right Honourable Charles Alexander, Earl of Southesk, K.C.V.O. in favour of Robert William Blissett Maurice and Michael Theodore Pelloe as the Trustees acting under Voluntary Settlement by the Honourable James George Alexander Bannerman, Lord Carnegie, dated said Disposition Sixteenth January and recorded in the said Division of the General Register of Sasines on Eighth February both months Nineteen hundred and fifty two; (**THIRD**) All and Whole the farm and lands of Beltcraigs extending to one hundred and sixty one acres and four hundred and one decimal or one thousandth parts of an acre or thereby Imperial Measure lying within the Parish of Fetteresso and County of Kincardine being the subjects more particularly described in, disposed by and shown outlined in red and coloured pink on the plan annexed and subscribed as relative to the Disposition by The Governors of the Kincardineshire Educational Trust, with consent thereinmentioned, in favour of the Scottish Agricultural Securities

ACTIVE: 114378395v4

Corporation Limited dated Twenty eighth January and Sixth February and recorded in the said Division of the General Register of Sasines on Twelfth February all in the year Nineteen hundred and forty seven; **(FOURTH)** All and Whole those two areas of ground extending to one hundred and fifty three acres and two decimal or one hundredth parts of an acre or thereby Imperial Standard Measure lying to the west of the road leading from Stonehaven to Aberdeen in the County of Kincardine (and forming part of the Farm and Lands known as Windyedge, Newtonhill, Kincardineshire) being those two areas of ground more particularly described in, disposed by and shown outlined in red on the plan annexed and subscribed as relative to Disposition by George Anderson Murray Saunders in favour of The Most Noble James George Alexander Bannerman Carnegie, Duke of Fife dated Twenty seventh April and recorded in the said Division of the General Register of Sasines on Thirty first August both months Nineteen hundred and eighty four; **(FIFTH)** All and Whole the farm of North Rothnick, Netherley in the Parish of Fetteresso and County of Kincardine being the subjects more particularly described in, disposed by and shown delineated and coloured pink on the plan annexed and signed as relative to the Disposition by Eliza Smith Kerr and Maggie Smith Kerr in favour of George Watson dated Twenty eighth July and recorded in the said Division of the General Register of Sasines on Thirteenth August both months Nineteen hundred and twenty six; **(SIXTH)** All and Whole those three discontinuous areas of ground at Chapelton in the County of Kincardine extending together to one hundred and eighty one acres and one decimal or one hundredth parts of an acre or thereby more particularly described in, disposed by and shown delineated in red on the plan annexed and signed as relative to Disposition by Mrs Edith Elinore Edward or Saunders and Bruce Geddes Kinghorn as the Executors of the late George Anderson Murray Saunders, with consent therein mentioned, in favour of The Most Noble James George Alexander Bannerman Carnegie, Duke of Fife dated the Sixth and Tenth days of April and recorded in the said Division of the General Register of Sasines on Tenth August all dates in the year Nineteen hundred and eighty seven; **(SEVENTH)** All and Whole the farm of Westtown, Newhall, Newtonhill in the Parish of Fetteresso and County of Kincardine more particularly described in, disposed by and shown delineated and coloured pink on the plan annexed and signed as relative to Disposition by The University Court of the University of Aberdeen in favour of Alexander Simpson Ironside, Junior dated Ninth and recorded in the said Division of the General Register of Sasines on the Sixteenth both days of November Nineteen hundred and twenty six; **(EIGHTH)** All and Whole that area or piece of ground extending to one acre and twenty five decimal or one thousandth parts of an acre or thereby part of Cairnbill Smithy and Croft in the County of Kincardine more particularly described in, disposed by and shown delineated and coloured red on the plan annexed and signed as relative to Disposition by Northern Rock Building Society, with consent of Douglas Barthram, in favour of The Most Noble James George Alexander Bannerman, Duke of Fife dated Twenty first and Twenty third both days of April and recorded in the said Division of the General Register of Sasines on Fifth May all dates Nineteen hundred and sixty nine; and **(NINTH)** the subjects registered in the Land Register of Scotland under Title Number KNC19894; **TOGETHER WITH** (One) the fixtures and fittings and (Two) the parts, privileges and pertinents thereof (the "Subjects"); The Standard Conditions specified in Schedule 3 to the Conveyancing and Feudal Reform (Scotland) Act 1970, as amended, and any lawful variation thereof operative for the time being shall except as aftermentioned apply. Provided that (1) Standard Conditions 1, 2 and 5 shall not apply and (2) with reference to Standard Condition 9(1) our insolvency subsequent to a Trigger Event as defined in the Promotion Agreement shall constitute default within the meaning of Standard Condition 9(1)(c); Provided that the sums hereby secured with the interest thereon

and all expenses for which we are liable in connection with the Standard Security hereby granted shall be ranked and preferred on the Subjects and on the rents thereof and on the proceeds thereof or any part thereof in the event of a sale or disposal of the same after and postponed to any sums secured or to be secured by the Standard Security granted by us in favour of Chapleton of Elsieck Trustees Limited, as trustees therein mentioned, to be recorded in the Land Register of Scotland of even date with the recording therein of these presents and twelve months interest and expenses secured or that may be secured thereby and that without regard to the order in which the last mentioned Standard Security and these presents have been or shall be recorded; And we grant warrandice but excepting therefrom (i) the Standard Security by the late Most Noble George Alexander Bannerman Carnegie, Duke of Fife in favour of Aberdeenshire Council dated Second November and recorded in the Division of the General Register of Sasines applicable to the County of Kincardine on Fifth November both of Two thousand and thirteen and (ii) the said Standard Security in favour of the said Chapleton of Elsieck Trustees Limited as trustees therein mentioned; And we consent to registration of these presents for preservation and execution: IN WITNESS WHEREOF these presents typewritten on this page and the preceding 2 pages are, together with Plan 1, Plan 2, Plan 3, Plan 4 and Plan 5, subscribed and witnessed as follows:-

Signed by Elsieck Farms Limited as follows:-



Signature - Director

THE DUKE OF FIFE

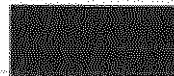
Full name

7/6/23

Date of Signature

WARRANDICE OF KINCARDINE

Place of Signature



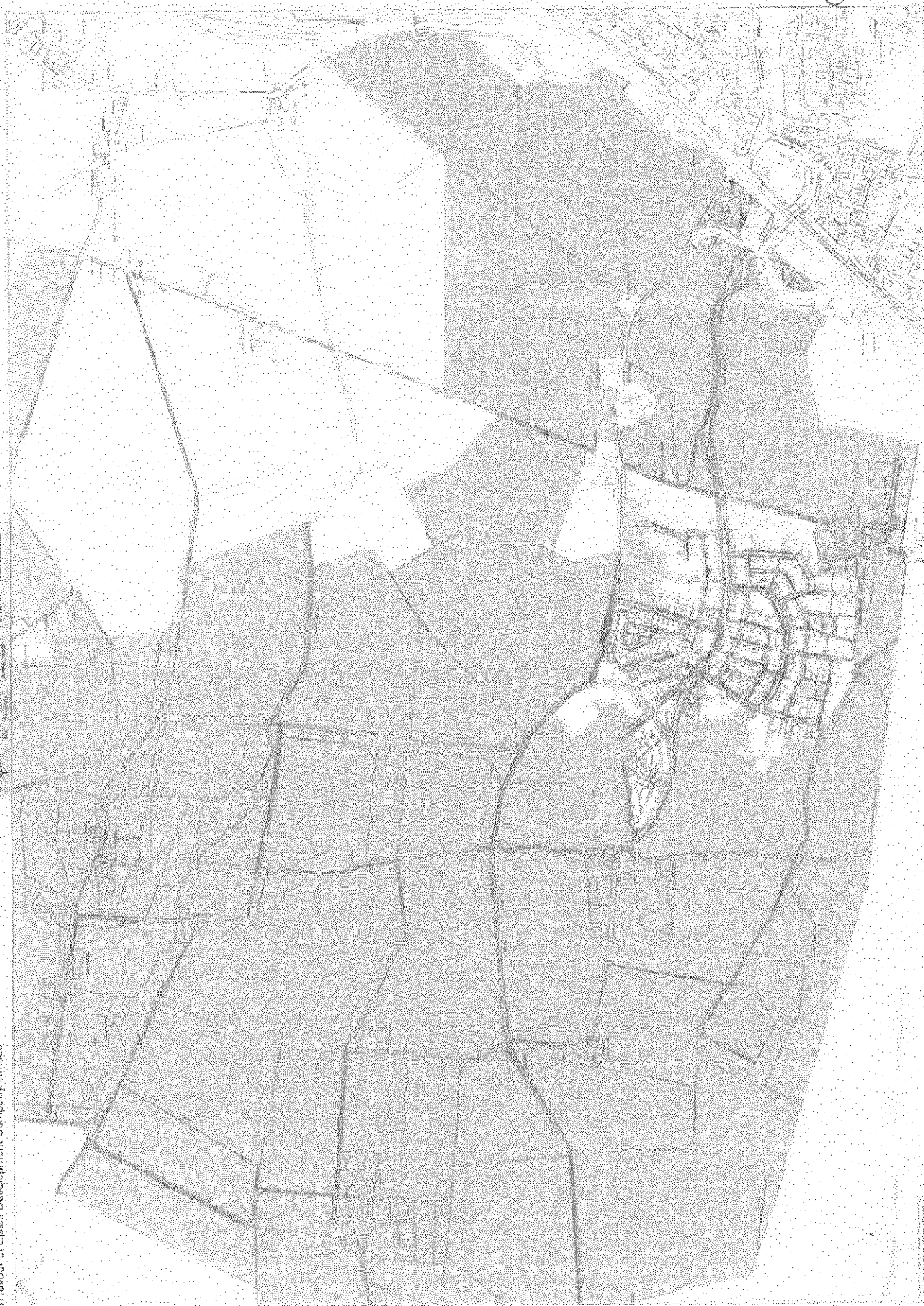
Witness

JETTE MANN

Full Name

Address

This is Plan 1 referred to in the foregoing Standard Security by Elsie Farms Limited
in favour of Elsie Development Company Limited



Plan 1

This is Plan 2 referred to in the foregoing Standard Security by
Elsick Farms Limited in favour of Elrick Development Company
Limited

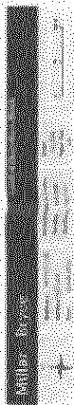
Millar Bryce

Section	Area	Area	Area
Section 1	Area 1	Area 2	Area 3
Section 2	Area 4	Area 5	Area 6
Section 3	Area 7	Area 8	Area 9

File



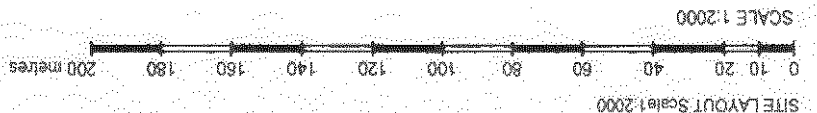
This is Plan 3 referred to in the foregoing Standard Security by Elack Farms Limited in
favour of Elack Development Company Limited.



7/10/14



Elsick Development Company Limited



Builders of Fine Homes
EST. 1935

01738 620721

PHASE 1A SITE B

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TO AIS ADJACENT TO INCHCAPE LANE

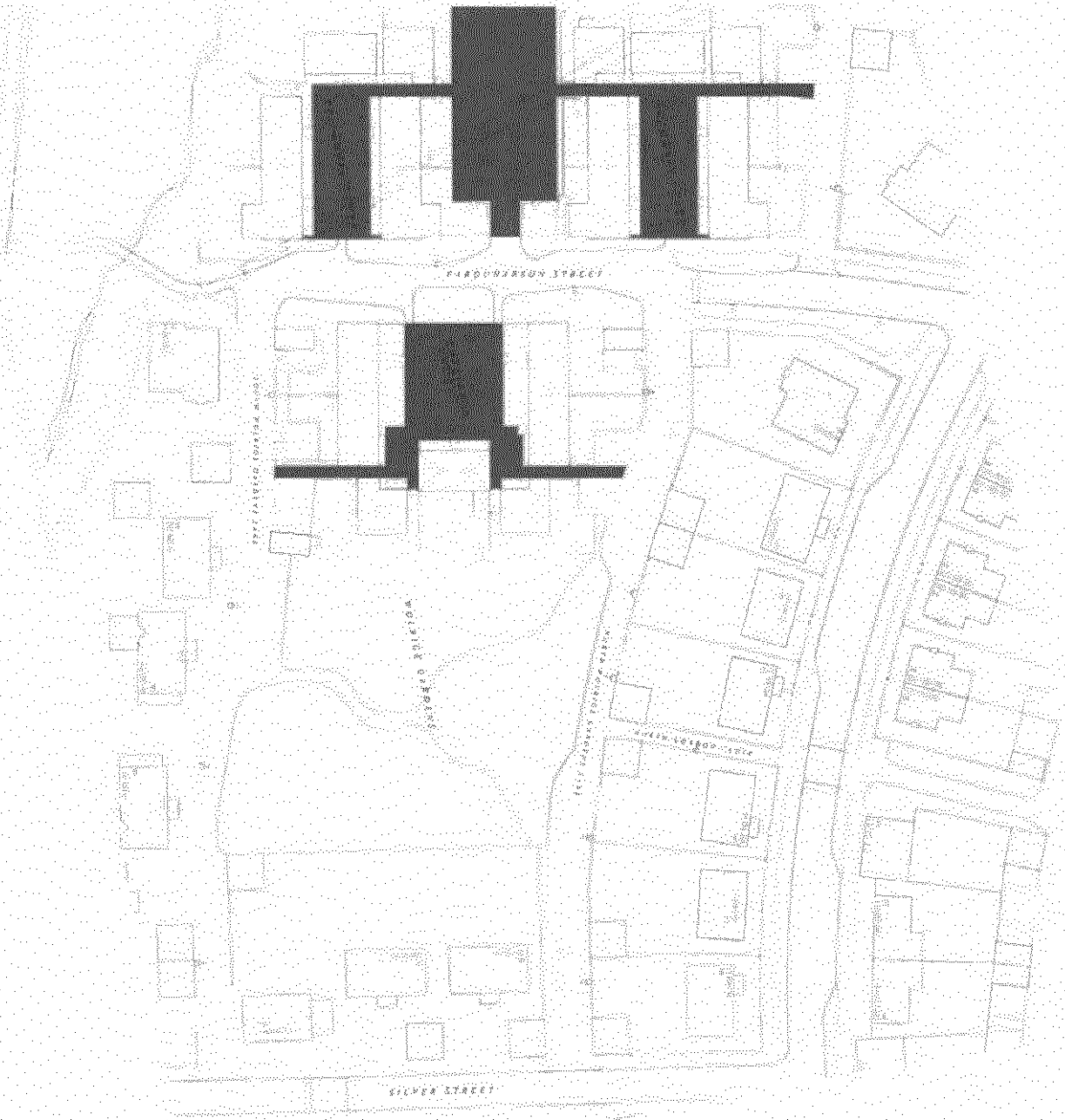
10/05/2023	Date	Drawn M. MacD	Drawn
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Scale 1:500 at 4d

House Type	N/A
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Plot No. S8536 96

Part of plan A referred to
in the foregoing
Standard Security by
Standard Security Limited in
which it is
incorporated Company
limited



FILE

