

MG01

Particulars of a mortgage or charge



361232/15

**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**  
You cannot use this for  
particulars of a charge  
company. To do this, p  
form MG01s

TUESDAY  
SA



RCS \*R170VERK\*  
17/04/2012 #1  
COMPANIES HOUSE  
A17 \*A16DN1ZU\*  
07/04/2012 #100  
COMPANIES HOUSE

**1 Company details**

Company number 0 1 6 5 9 6 5 6  
Company name in full UNIVERSITY OF WARWICK SCIENCE PARK LIMITED  
("the Company")

21 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 d0 d3 m0 m4 y2 y0 y1 y2

**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 DEBENTURE

**4 Amount secured**

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

Amount secured All present and future monies, obligations and  
liabilities owed by the Company to the University  
of Warwick ("the Lender"), whether actual or  
contingent and whether owed jointly or severally,  
as principal or surety or in any other capacity,  
under, in accordance with or in connection with the  
loan agreement dated 3 April 2012 between the  
Company and the Lender or the Debenture together  
with all interest (including, without limitation,  
default interest) accruing in respect of those  
monies or 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 University of Warwick

Address Coventry

Postcode C V 4 8 U W

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. Land

The Company

(a) charges (subject as provided in this paragraph (a)) by way of first legal mortgage all Properties now owned by it (including the Properties specified below) and all buildings and fixtures (including trade fixtures) from time to time on any such Property provided that the property bearing Title Number WM627820 is excluded from any charge by way of legal mortgage under the Debenture

(b) to the extent that they are the subject of a mortgage under the above paragraph (a) charges by way of first fixed charge all Properties now or subsequently owned by it and all buildings and fixtures (including trade fixtures) from time to time on any such Property

(c) charges by way of first fixed charge any fixed plant and machinery from time to time on any Property which is not included within the mortgage or charge in the above paragraphs (a) or (b) or the below paragraph (d).

(d) charges by way of first fixed charge any interest in land (including buildings and fixtures) (including trade fixtures from time to time on any such land) and/or in the proceeds of sale thereof where the legal title to such land is held on trust for the Company to the extent that it is not already the subject of a charge under paragraph (b) above

2. Floating Charge

The Company charges to the Lender, by way of first floating charge, all its undertaking, property, assets and rights at any time not otherwise effectively mortgaged, charged or assigned pursuant to the Debenture

(continued)

## MG01

### Particulars of a mortgage or charge

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#### 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

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#### 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 870).

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 866). 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).

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#### Signature

Please sign the form here

Signature

Signature

X *SGH Mahmood*

X

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

CHFP025

03/11 Version 5.0

# MG01

## Particulars of a mortgage or 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 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 Jane Stimson

Company name SGH Martineau LLP

Address 1 Colmore Square

Post town Birmingham

County/Region

Postcode

B

4

6

A

A

Country

DX 721090 Birmingham 43

Telephone 0870 763 1407



### 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**

- ☐ The company name and number match the information held on the public Register
- ☐ You have included the original deed with this form
- ☐ You have entered the date the charge was created
- ☐ You have supplied the description of the instrument
- ☐ You have given details of the amount secured by the mortgagee or chargee
- ☐ You have given details of the mortgagee(s) or person(s) entitled to the charge
- ☐ You have entered the short particulars of all the property mortgaged or charged
- ☐ You have signed the form
- ☐ 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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)**

**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	<p>(continued)</p> <p><u>3 Excluded Property</u></p> <p>(a) Subject to paragraphs(b) and (d) below the security created the Debenture shall not apply to an Excluded Asset until the Company obtains any relevant consent, or waiver of prohibition, to the creation of security over that Excluded Asset.</p> <p>(b) In relation to each Excluded Asset, the Company undertakes on request by the Lender to:</p> <p>(i) Apply for the relevant consent or waiver of prohibition and to use its best endeavours to obtain that consent or waiver of prohibition as soon as possible,</p> <p>(ii) Keep the Lender informed of its progress in obtaining such consent or waiver; and</p> <p>(iii) Immediately on receipt of such consent or waiver, provide the Lender with a copy of that consent or waiver</p> <p>(c) Immediately on receipt by the Company of the relevant consent or waiver, that Excluded Asset shall become the subject of a mortgage or charge (as appropriate) pursuant to clauses 2.2. and/or 2.3 of the Debenture.</p> <p>(d) If required by the Lender at any time following receipt of that consent or waiver, the Company shall, at its own cost, prepare and execute any further document and take any further action the Lender may require, in its absolute discretion, for perfecting its security over that Excluded Asset.</p> <p><u>4. Negative Pledge and Disposal Restrictions</u></p> <p>The Company shall at no time, except with the prior written consent of the Lender or as otherwise permitted under the Debenture or the loan agreement dated 3 April 2012 between the Company and the Lender or otherwise agreed in writing</p> <p>(a) create, purport to create or permit to subsist any Security on, or in relation to, the Fixed Charge Assets other than the Debenture or Security created pursuant to the Debenture or as otherwise agreed in writing by the Company, or</p> <p>(b) sell, convey, assign, transfer, part with possession of or otherwise dispose of in any manner (or purport to do so) all or any part of, or any interest in, the Fixed Charge Assets, or</p> <p>(c) create or grant (or purport to create or grant) any lease, licence, or other legal or equitable estate or interest in, over, of or in respect of the whole or any part of the Fixed Charge Assets</p>	

# 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	<p>"Excluded Asset" means any undertaking property asset or right of the Company held under terms under which the Company or in relation to which the Company is otherwise precluded from creating security over that undertaking, property, right or asset either absolutely or without the consent of a third party</p> <p>"Fixed Charge Assets" means the Properties and other items charged pursuant to clause 2.2 of the Debenture</p> <p>"Properties" means all estates or interests in heritable, freehold and leasehold properties (whether registered or unregistered) and all commonhold properties, now or in the future (and from time to time) owned by the Company (including (but not limited to) the properties (if any) which are briefly described in clause 1 of the Debenture) and "Property" means any of them</p> <p>"Security" means a mortgage, charge, assignment by way of security or other similar security interest.</p>	

## PROFORMA

Company Number 01659656  
Company Name University of Warwick Science Park  
Contact Name/ Organisation Helen Readett/Ian Baker  
Address No 1 Colmore Square, Birmingham B4 6AA

- The following details will need to be added, amended or deleted to the Form MG01/LL MG01/MG01s/LL MG01s/OS MG01/MG09/LL MG09

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

Date of Creation of Charge ☐

Description ☐

Amount Secured ☐

Mortgagee(s) or person(s) entitled to the charge ☐

Short particulars of all the property mortgaged or charged ☒

Date charge presented (applies to MG09/LL MG09) ☐

Date of execution (applies to MG09/LL MG09) ☐

Date and parties to the charge (applies to MG09/LL MG09) ☐

Jurisdiction (applies to MG09/LL MG09) ☐

Floating charge statement (applies to MG01s/LLMG01s/OSMG01) ☐

- 
- **The following details will need to be added, amended or deleted to the Form MG06/LL MG06/MG06s/LL MG06s**

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

Date of creation of charge	<input type="checkbox"/>
Description	<input type="checkbox"/>
Date of acquisition	<input type="checkbox"/>
Amount secured	<input type="checkbox"/>
Mortgagee(s) or person(s) entitled to the charge	<input type="checkbox"/>
Short particulars of all the property Mortgaged or charged	<input type="checkbox"/>

- **The following details will need to be added, amended or deleted to the Form MG07/MG07s/LLMG07/LLMG07s/OSMG04**

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

Date of covering deed	<input type="checkbox"/>
Total amount secured	<input type="checkbox"/>
Date of present issue	<input type="checkbox"/>
Amount of present issue	<input type="checkbox"/>
Date of resolution	<input type="checkbox"/>
Name of Trustee(s)	<input type="checkbox"/>
General description of property	<input type="checkbox"/>
Floating charge statement (applies to MG07s/LLMG07s/OSMG04)	<input type="checkbox"/>

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**(Please give the instructions in the box below)**

The word “not” should be inserted between the words “are” and “the” in the first line of section 1(b) of the Short Particulars of all the property mortgaged or charged and the following note should be added at the end of section 1(b) “[There is a clear clerical error being the omission of the word “not” in clause 2 2(b) of the executed document which falls to be corrected as a matter of interpretation]”



**FILE COPY**

**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

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

**COMPANY NO. 1659656  
CHARGE NO. 21**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A DEBENTURE DATED 3 APRIL 2012  
AND CREATED BY UNIVERSITY OF WARWICK SCIENCE PARK  
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME  
DUE FROM THE COMPANY TO UNIVERSITY OF WARWICK 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 17 APRIL 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18 APRIL 2012

*Op*



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES