

MR01

Particulars of a charge

013977/13



**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](http://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 there is no  
instrument Use form MR08

For further information, please  
refer to our guidance at  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

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 will be scanned and placed on the public record

MONDAY



\*A2A87VL5\*

A23

10/06/2013

#78

COMPANIES HOUSE

1

**Company details**

Company number 0 1 6 6 8 4 5 7

Company name in full JLT Trustees Limited

1 2 7 For official use

→ **Filing 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 0 4 0 6 2 0 1 3

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 Shields Automotive Limited

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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**Description**

Please give a short description of any land (including buildings), ship, aircraft or intellectual property registered (or required to be registered) in the UK which is subject to this fixed charge or fixed security

**Continuation page**

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

Description

Shields Land Rover, 1000 Kennishead Road, Glasgow, G53 7RA, registered in the Land Register of Scotland under title number GLA207383

5

**Fixed charge or fixed security**

Does the instrument include a fixed 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

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**Negative Pledge**

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

☐ Yes

☒ No

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**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

☒ [X]

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

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**Signature**

Please sign the form here

Signature

Signature

X *Nat Hogg, Partner For Linnet Mason LLP* X

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

# MR01

## Particulars of a charge



### Presenter information

We will send the certificate to the address entered below. All details given here will be available on the public record. You do not have to show any details here but, if none are given, we will send the certificate to the company's Registered Office address.

Contact name **Neale McDonald**

Company name **Pinsent Masons LLP**

Address **141 Bothwell Street**

Post town **Glasgow**

County/Region

Postcode **G 2 7 E Q**

Country

DX **DX GW 135 GLASGOW**

Telephone **+44 (0) 141 567 8400**



### 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 a certified copy of the instrument with this form
- ☒ You have entered the date on which the charge was created
- ☒ You have shown the names of persons entitled to the charge
- ☒ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☒ You have given a description in Section 4, if appropriate
- ☒ You have signed the form
- ☒ You have enclosed the correct fee
- ☒ 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](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)**



**FILE COPY**

## **CERTIFICATE OF THE REGISTRATION OF A CHARGE**

Company number: 1668457

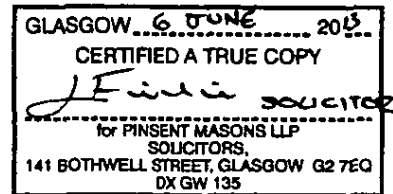
Charge code: 0166 8457 0127

The Registrar of Companies for England and Wales hereby certifies that a charge dated 4th June 2013 and created by JLT TRUSTEES LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 10th June 2013.

*DX*

Given at Companies House, Cardiff on 12th June 2013





**STANDARD SECURITY**

**by**

**TRUSTEES OF SHIELDS AUTOMOTIVE LTD  
RETIREMENT & DEATH BENEFITS SCHEME**

**in favour of**

**SHIELDS AUTOMOTIVE LIMITED**

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**Subjects' Land Rover Site, 1000 Kennishead Road,  
Darnley, Glasgow, G53 7RA**

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**Pinsent Masons**

WE, JLT TRUSTEES LIMITED, a company incorporated under the Companies Acts (Registered Number 01668457) with registered office at 6 Crutched Friars, London, EC3N 2PH and JOSEPH O'DONNELL and MARGARET ANNE O'DONNELL, both of 19 Falkland Avenue, Newton Mearns, Glasgow as current trustees of Shields Automotive Ltd Retirement & Death Benefits Scheme (the "Owner") have entered into a minute of agreement containing an option to purchase with SHIELDS AUTOMOTIVE LIMITED incorporated under the Companies Acts (Company Number SC146098) and having its Registered Office at 1000 Kennishead Road, Damley, Glasgow, G53 7RA (the "Counterparty") dated 15, 16 and 28 May 2013 (the "Option to Purchase") in respect of the Security Subjects (as defined below) and in terms of which we have undertaken *inter alia* to dispose the Security Subjects to the Counterparty following the service by the Counterparty of a valid Option Notice (as defined as the Shields' Option Notice in the Option to Purchase) **AND DO HEREBY** in security of the performance by us of the obligations *ad factum praestandum* upon us in terms of the Option to Purchase **GRANT** a Standard Security in favour of the Counterparty over **ALL** and **WHOLE** the subjects known as and forming 1000 Kennishead Road, Glasgow, G53 7RA registered in the Land Registers of Scotland under title number GLA207383 and which subjects secured are so secured together with (One) the whole buildings and other erections (if any) on them, (Two) the parts, privileges and pertinents of them, (Three) the whole rights common, mutual or sole effering to them, (Four) the fittings and fixtures in and on them and (Five) the Owner's whole right, title and interest, present and future in and to them, all referred to as the "Security Subjects", The Standard Conditions specified in Schedule 3 to the Conveyancing and Feudal Reform (Scotland) Act 1970 and any lawful variation of them operative for the time being (the "Standard Conditions"), varied as mentioned below apply, And we agree that the Standard Conditions are varied to the effect that (One) Standard Conditions 1, 2, 4, 5 and 12 do not apply to this Standard Security, (Two) it is an obligation on us, the Owner, not to create or agree to create a subsequent security or securities over the Security Subjects or any part of them nor to assign or convey the Security Subjects to any person without the prior written consent of the Counterparty, Declaring that words or expressions which are incorporated in the foregoing variation which are defined in the 1970 Act or in Schedule 3 to the 1970 Act are deemed to be so defined for the purpose of these presents, And the Counterparty, by their acceptance of this security, undertakes to deliver to us a discharge of these presents forthwith upon the occurrence of any of the following, namely (One) upon demand being made by the Owner at any time after the Shields' Option Period has expired in terms of the Option to Purchase (Two) upon the grant of the Disposition to the Counterparty or its nominee pursuant to Clause 5 of the Option to Purchase (Three) upon the Option to Purchase being validly terminated, But the security hereby granted is subject to a standard security for all sums due or to become due by the Owner in favour of HSBC Bank plc dated 29 October 2010 and registered in the Land Register of Scotland under Title Number GLA207383 on 05 November 2010, And (subject as aforesaid) the Owner grants warrandice but excepting therefrom (i) the lease between the Owner and the Counterparty dated 17 and 26 November 2010 and registered in the Land Register of Scotland under title number GLA207888, and (ii) the lease between the Owner and Vertu Motors (Property) Limited dated 30 June 2010 and registered in the Books of Council and Session on 20 July 2010, and consents to the registration of this security for preservation and execution, The liability of the said JLT Trustees Limited shall at all times be limited to the assets of the Shields Automotive Ltd Retirement & Death Benefit Scheme and any successor

or replacement scheme thereto **IN WITNESS WHEREOF** these presents consisting of this page and the preceding page(s) are executed as follows

They are signed for and on behalf of JLT TRUSTEES LIMITED as trustees as aforesaid

at FITZALAN COURT, CARDIFF

on 15 MAY 2013

by PATRICK EARLE EVANS Director

and \_\_\_\_\_ Director

before, as witness

*Pat Earle*

*[Signature]*  
Witness

SENIOR PENSIONS <sup>\*\*</sup>TECHNICIAN

Fitzalan House  
Fitzalan Court  
Fitzalan Road  
CARDIFF

They are signed by JOSEPH O'DONNELL as <sup>CF24 OEL</sup> trustee as aforesaid

at GLASGOW

on 16 MAY 2013

before, as witness

ALASTAIR GOODMAN <sup>\*\*</sup>

266 ST VINCENT STREET

GLASGOW G2 5RL

X *JO O'DONNELL* X

*Alastair Goodman*  
Witness

They are signed by MARGARET ANNE O'DONNELL as trustee as aforesaid

at GLASGOW

on 16 MAY 2013

before, as witness

ALASTAIR GOODMAN <sup>\*\*</sup>

266 ST VINCENT STREET

GLASGOW G2 5RL.

X *Anne O'Donnell* X

*Alastair Goodman*  
Witness