

# M

CHFP025

Please do not  
write in  
this marginPlease complete  
legibly, preferably  
in black type, or  
bold block lettering\*insert full name  
of Company**COMPANIES FORM No. 395****Particulars of a mortgage or charge****A fee of £13 is payable to Companies House in respect  
of each register entry for a mortgage or charge.**

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use

Company number

[117]

1847458

Name of company

\* GROSVENOR COMMERCIAL PROPERTIES (the **Company**)

Date of creation of the charge

10 July, 2009

Description of the instrument (if any) creating or evidencing the charge (note 2)

Type A Ninth Supplemental Trust Deed dated 10 July, 2009 (the **Ninth Supplemental Trust Deed**) made between Grosvenor Limited (**Grosvenor**), the Company and the Trustee (as defined below) supplemental to the Trust Deed dated 1st December, 1994 (the **Principal Trust Deed**) and eight trust deeds supplemental thereto (together with the Principal Trust Deed, the **Subsisting Trust Deeds**), each made between, *inter alia*,

Amount secured by the mortgage or charge

9 The principal amount of and interest on the outstanding £50,000,000 10.42 per cent. First Mortgage Debenture Stock due 2034 (the **Stock**) and all other moneys intended to be secured by the Subsisting Trust Deeds constituting and securing the Stock.

Names and addresses of the mortgagees or persons entitled to the charge

The Prudential Assurance Company Limited (the **Trustee**), Laurence Pountney Hill, London

Postcode EC4R 0HH

Presentor's name address and  
reference (if any):

Allen & Overy LLP  
One Bishops Square  
London  
E1 6AD

ADAE ICM:8838098.1

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

WEDNESDAY



\*APKMIBRP\*

A41

22/07/2009

12

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

A charge by way of first legal mortgage over the following Leasehold properties:

1. The Leasehold property known as 19-23 Grosvenor Hill comprised in a Lease dated 10 March, 1998 and made between (1) Grosvenor (Mayfair) Estate and (2) Grosvenor Properties for a term of years from 25th December, 1997 to 24th March, 2184 and registered under title number NGL761621;
2. The Leasehold property known as 55 Grosvenor Street comprised in a Lease dated 10 March, 1998 and made between (1) Grosvenor (Mayfair) Estate and (2) Grosvenor Properties for a term of years from 25th December, 1997 to 24th March, 2184 and registered under title number NGL762191;
3. The Leasehold property known as 126-158 Buckingham Palace Road & 6 Eccleston Place comprised in twelve Leases dated 26 February, 1999 and made between (1) Grosvenor (Belgravia) Estate and (2) Grosvenor West End Properties for a term of years from 25 December 1998 to 24 March 2184 and registered under title numbers NGL772824, NGL772964, NGL772939, NGL772962, NGL772958, NGL772956, NGL772954, NGL772951, NGL772948, NGL772944, NGL772942 and NGL772941.

Further, an assignment by way of a fixed charge over all of its rights under a building contract dated 9 May 2008 and made between (1) Grosvenor West End Properties and (2) Collins Construction Limited.

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Particulars as to commission allowance or discount (note 3)

Nil

Signed *Allen & Overy LLP*

Date 22 July 2009

On behalf of ~~XXXXXXXXXXXXXXXXXXXX~~ † The Trustee

A fee is payable  
to Companies  
House in  
respect of each  
register entry  
for a mortgage  
or charge.  
(See Note 5)

† delete as  
appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the Registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
  - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

**Particulars of a mortgage or charge  
(continued)**

CHFP025

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Continuation sheet No 1  
to Form No 395 and 410 (Scot)

*Please complete  
legibly, preferably  
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Company Number

1847458

Name of Company

GROSVENOR COMMERCIAL PROPERTIES (the **Company**)

~~XXXXXX~~

\* delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Grosvenor Estate Holdings (the principal debtor in respect of the Stock until 21st September, 2001) and the Trustee and constituting and securing the Stock.

Amount due or owing on the mortgage or charge (continued)

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*Please complete  
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## **CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE**

**Pursuant to section 401(2) of the Companies Act 1985**

**COMPANY NO. 1847458  
CHARGE NO. 7**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A NINTH SUPPLEMENTAL TRUST  
DEED DATED 10 JULY 2009 AND CREATED BY GROSVENOR  
COMMERCIAL PROPERTIES FOR SECURING £50,000,000 AND  
ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE  
COMPANY TO THE PRUDENTIAL ASSURANCE COMPANY  
LIMITED (THE TRUSTEE) UNDER THE TERMS OF THE  
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING  
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1  
PART XII OF THE COMPANIES ACT 1985 ON THE 22 JULY 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28 JULY 2009

*p/oc H*



**Companies House**  
— for the record —



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