

MG01

Particulars of a mortgage or charge

113278/13



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 for**
You cannot use
particulars of a
company To do
form MG01s

WEDNESDAY



A12 16/01/2013 #322
COMPANIES HOUSE

1, please
at
gov.uk

For official use

1 Company details

Company number 02212202

Company name in full Nokia UK Limited

→ **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 d7 m0 m1 y2 y0 y1 y3

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 An Escrow Deed dated 7 January 2013 between (1) Nokia UK Limited
("Seller") and (2) Creston PLC ("Buyer") (the "Deed")

4 Amount secured

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

Amount secured The sum of £1,542,611 (the "Guaranteed Sum")

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

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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	Creston PLC							
Address	30 City Road							
	London							
Postcode	E	C	1	Y		2	A	G
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	<p>As security for payment of the Guaranteed Sum, the Seller charges the Seller's interest in the Escrow Account and in the Escrow Amount (and the Seller's right to the return of monies representing the Escrow Amount in accordance with the Deed)</p> <p>The Seller by way of security, irrevocably hereby appoints the Buyer to be its attorney and in its name and otherwise on its behalf to give (only in the event the Seller is insolvent) any instruction to the Seller's Solicitor pursuant to the Deed provided that such instruction is in line with the terms of the Deed. The Seller's Solicitor shall be entitled to rely upon any instruction from the Buyer without further investigation, as long as such instructions are in line with the terms of the Deed</p> <p>Definitions</p> <p>"Agreement for Sale" means the sale and purchase contract dated 10 December 2012 between (1) the Seller and (2) the Buyer in relation to the Property,</p> <p>"Escrow Account" means the trust account to be set up by the Seller's Solicitor (in line with its undertaking to the Buyer's solicitor dated 10 December 2012) in the name of the Seller and Buyer with National Westminster Bank plc, City of London Office, PO Box 12258, 1 Princes Street, London EC2R 8PA and any replacement of that account,</p> <p>"Escrow Amount" means the sum of £1,542,611 (based on £470,780 00 per annum for the period from 29 09 2014 to the expiry of five years from the date of completion as defined in the Agreement for Sale or the date of actual completion, whichever is later,</p> <p>"Lease" means the lease dated 4 November 2009 made between GE Real Estate GPS Limited (1) and Nokia UK Limited (2) and all deeds and documents supplemental thereto,</p> <p>"Property" means the premises demised by the Lease, and</p> <p>"Seller's Solicitor" means Clyde & Co LLP of 1 Stoke Road, Guildford, Surrey GU1 4HW</p>
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7 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

N11

8 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).

9 Signature

Please sign the form here

Signature

Signature

X

Olswang LLP

X

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

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**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 Ryan Dolby-Stevens

Company name OLSWANG LLP

Address 90 High Holborn

Post town London

County/Region

Postcode W C 1 V 6 X X

Country UK ref SPS/CVB/RKS/6648 125

DX 37972 Kingsway

Telephone 020 7067 3137

**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 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



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

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

COMPANY NO. 2212202
CHARGE NO. 3

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN ESCROW DEED DATED 7
JANUARY 2013 AND CREATED BY NOKIA UK LIMITED FOR
SECURING £1,542,611 DUE OR TO BECOME DUE WAS
REGISTERED PURSUANT TO CHAPTER 1 PART 25 OF THE
COMPANIES ACT 2006 ON THE 16 JANUARY 2013

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21 JANUARY
2013



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

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