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COMPANIES FORM No. 395
Particulars of a mortgage or charge

11/12/13

395

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

CHWP000

Pursuant to section 395 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

*insert full name of Company

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

For official use Company number

8

2444254

Name of company

Notting Hill Developments Limited ("**Borrower**")

Date of creation of the charge

3 November 2008

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

Legal charge ("**Deed**")

Amount secured by the mortgage or charge

The aggregate at any time of all monies and liabilities actual or contingent, outstanding or otherwise due, owing or incurred from the Borrower to the Lender on any account whatever or under the Deed ("**Liabilities**")

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

Notting Hill Commercial Properties Limited ("**Lender**")
1 Butterwick
Metro Building
Hammersmith
London

Postcode W6 8DL

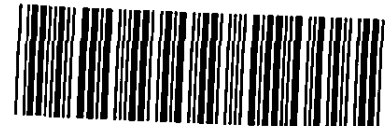
Presentor's name address and reference (if any)

Berwin Leighton Paisner LLP
Adelaide House
London Bridge
London, EC4R 9HA
~~DX 92 London~~
Tel 020 7760 1000
Ref Legal 7772433 2/LBAI/23728 00018

For official Use (02/06)
Mortgage Section

Post room

WEDNESDAY



LD5

"LEPEC4R9"

12/11/2008

COMPANIES HOUSE

94

Short particulars of all the property mortgaged or charged

Please do not write
in this margin

See continuation sheet

Please complete
legibly, preferably
in black type, or
bold block
lettering

Particulars as to commission allowance or discount (note 3)

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

Signed *Benwin Leighton Partners LLP* Date *11 November 2008*

[†]delete as
appropriate

On behalf of mortgagee/chargee[†]

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 £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Order are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ.

CHWP000

Please do not
write in this
binding margin

Particulars of a mortgage or charge (continued)

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

Company Number

2444254

Please complete
legibly, preferably in
black type, or bold
block lettering

Name of Company

Notting Hill Developments Limited ("Borrower")

Short particulars of all the property mortgaged or charged (continued)

- 1 By way of first legal mortgage the Property, and
- 2 By way of security assignment and first fixed equitable charge
 - (a) the Insurances, and
 - (b) all future easements and other rights at any time vested in or conferred on the Borrower in connection with, or otherwise for the benefit of, the Property

NOTES:

- 1 The Deed provides that the Borrower may not and covenants that it will not without the prior written consent of the Lender create or attempt to create or suffer or permit to subsist any mortgage, charge (fixed or floating), pledge, hypothecation, lien or other security contract or encumbrance over the Charged Assets
- 2 The Deed provides that no sale, grant of a lease or other disposal or realisation of the whole of, or any interest in, the Charged Assets, nor any agreement to effect all or any of them, shall be entered into without the prior written consent of the Lender, and full information in respect of any proposed transaction shall be given to the Lender's Advisers to enable them to review it and advise the Lender in relation to the continuing adequacy of the security created by the Deed if the transaction were to proceed.

- 3 The Deed contains or incorporates the following definitions

"Borrower" means Notting Hill Developments Limited including its successors in title and assigns

"Charged Assets" means all the existing and future assets, property and other interests whatever and wherever charged by the Deed

"Insurances" means all insurances from time to time taken out in respect of the interest in the Property held by the Borrower and all buildings, structures, plant, machinery and equipment included in or on the Property and all monies from time to time payable in respect of them

"Lender" means Notting Hill Commercial Properties Limited, including its successors in title and assigns

Short particulars of all the property mortgaged or charged (continued)

"Property" means the property described in the Schedule (*Description of the Property*) below and each and every part of it including all buildings and other structures now or in future on it and all easements and rights attaching to it

Schedule
Description of the Property

All that freehold land and buildings known as 72 British Grove and 405-409 King Street, Hammersmith, London W6 9NQ as the same is registered at the Land Registry under Title Number LN203026



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 2444254
CHARGE NO. 8**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 3
NOVEMBER 2008 AND CREATED BY NOTTING HILL
DEVELOPMENTS LIMITED FOR SECURING ALL MONIES DUE
OR TO BECOME DUE FROM THE COMPANY TO NOTTING HILL
COMMERCIAL PROPERTIES LIMITED ON ANY ACCOUNT
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1
PART XII OF THE COMPANIES ACT 1985 ON THE 12 NOVEMBER
2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13 NOVEMBER
2008

pl/cit



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES