

MR01

Particulars of a charge



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

✓ **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

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 must be scanned and placed on the public record

WEDNESDAY



L26XW40U

LD4

24/04/2013

#4

COMPANIES HOUSE

1 Company details

Company number 0 3 2 4 7 4 5 9

Company name in full Coq D'Argent Limited
(the "Chargor")

For official use

7

→ **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 d1 d9 m0 m4 y2 y0 y1 y3

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 Lloyds TSB Bank plc, 10 Gresham Street, EC2V 7AE
as Security Agent

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

The Mortgaged Property specified below and any buildings from time to time situated on or forming part of such property:

Rooftop Restaurant and garden and basement 1 Poultry, London (Title Numbers NGL775433 and NGL856706).

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

7

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

☐

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

9

Signature

Please sign the form here

Signature

Signature

X

Clifford Chance 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 Richard Day 70-40547346

Company name Clifford Chance LLP

Address 10 Upper Bank Street

Post town London

County/Region

Postcode E 1 4 5 J J

Country United Kingdom

DX 149120 Canary Wharf 3

Telephone 020 7006 1000



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:

- ☒ [x] The company name and number match the information held on the public Register
- ☒ [x] You have included a certified copy of the instrument with this form
- ☒ [x] You have entered the date on which the charge was created
- ☒ [x] You have shown the names of persons entitled to the charge
- ☒ [x] You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☒ [x] You have given a description in Section 4, if appropriate
- ☒ [x] You have signed the form
- ☒ [x] You have enclosed the correct fee
- ☒ [x] 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 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



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 3247459

Charge code: 0324 7459 0007

The Registrar of Companies for England and Wales hereby certifies that a charge dated 19th April 2013 and created by COQ D' ARGENT LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 24th April 2013.

Dx

Given at Companies House, Cardiff on 29th April 2013



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

**C L I F F O R D
C H A N C E**

CLIFFORD CHANCE LLP

EXECUTION VERSION

DATED 19 APRIL 2013

THE PERSONS LISTED IN SCHEDULE 1
AS THE CHARGORS

IN FAVOUR OF

LLOYDS TSB BANK PLC
AS THE SECURITY AGENT

LEGAL CHARGE
RELATING TO THE PROPERTIES LISTED IN
SCHEDULE 2

*We hereby certify that, save for material
redacted pursuant to s859G of the Companies
Act 2006, this is a true copy of the original.*

Signed Clifford Chance LLP

Date 23/4/13

Clifford Chance LLP
10 Upper Bank Street
London E14 5JJ

THIS CHARGE is made by way of deed on 19 April 2013

BY:

- (1) **THE PERSONS** listed in Schedule 1 (*The Chargors*) (each a "**Chargor**") in favour of
- (2) **LLOYDS TSB BANK PLC** as trustee for each of the Secured Parties (the "**Security Agent**")

THIS DEED WITNESSES as follows

1 LEGAL CHARGE

Each Chargor charges with full title guarantee in favour of the Security Agent (as trustee for the Secured Parties), for the payment and discharge of the Secured Obligations, by way of first legal mortgage, the freehold and leasehold property specified against its name in Schedule 2 (*Mortgaged Property*) (the "**Mortgaged Property**")

2 IMPLIED COVENANTS FOR TITLE

- (a) The covenants set out in Sections 3(1), 3(2) and 6(2) of the Law of Property (Miscellaneous Provisions) Act 1994 will not extend to Clause 1 (*Legal Charge*)
- (b) It shall be implied in respect of Clause 1 (*Legal Charge*) that each Chargor is disposing of the Mortgaged Property free from all charges and incumbrances (whether monetary or not) and from all other rights exercisable by third parties (including liabilities imposed and rights conferred by or under any enactment)

3 APPLICATION TO THE LAND REGISTRY

Each Chargor consents to an application being made to the Land Registry to enter the following restriction in the Proprietorship Register of any registered land forming part of the Mortgaged Property

"No disposition of the registered estate by the proprietor of the registered estate, or by the proprietor of any registered charge, not being a charge registered before the entry of this restriction,] is to be registered without a written consent signed by the proprietor for the time being of the charge dated 19 April 2013 in favour of Lloyds TSB Bank plc referred to in the charges register or their conveyancer "

4 NEGATIVE PLEDGE AND RESTRICTION ON DEALINGS

Except as permitted under the Facility no Chargor shall at any time during the Security Period create or permit to subsist any Security over all or any part of the Mortgaged Property or dispose of or otherwise deal with any part of the Mortgaged Property

5 **FURTHER ADVANCES**

Subject to the terms of the Facility, each Lender is under an obligation to make further advances to each Chargor and that obligation will be deemed to be incorporated in this Legal Charge as if set out in this Legal Charge. Each Chargor consents to an application being made to the Land Registry to enter the obligation to make further advances on the Charges Register relating to the Mortgaged Property.

6 **GOVERNING LAW**

This Legal Charge and all non-contractual obligations arising out of or in connection with it are governed by English law.

THIS CHARGE has been executed as, and is intended to take effect as, a deed by each Chargor and has been signed by the Security Agent on the date written on the first page of this Legal Charge.

**SCHEDULE 1
THE CHARGORS**

Name	Jurisdiction	Company Number
Place Restaurants Limited	England and Wales	2385711
Coq D'Argent Limited	England and Wales	3247459
Le Pont de la Tour Limited	England and Wales	2512932
Skylon Restaurant Limited	England and Wales	5599143

**SCHEDULE 2
MORTGAGED PROPERTY**

Chargor	Property Description	Title Number
Place Restaurants Limited	1 and 1A Launceston Place, London W8 5RL	NGL498500
Place Restaurants Limited	2 Launceston Place, London W8 5RL	BGL10790
Coq D'Argent Limited	Rooftop Restaurant and garden and basement 1 Poultry, London	NGL775433 NGL856706
Le Pont de la Tour Limited	Unit 10 Butlers Wharf Building, London	TGL89643
Skylon Restaurant Limited	Level 1 and 3, Royal Festival Hall, South Bank London	TGL310963

EXECUTION PAGE TO LEGAL CHARGE

The Chargors

EXECUTED AS A DEED by
PLACE RESTAURANTS LIMITED
acting by a director
in the presence of

) X
)
) DIR
)

[REDACTED]

Signature of witness

[REDACTED]

Name (in BLOCK CAPITALS)

JESSICA LONGMAN

Address

[REDACTED]

EXECUTED AS A DEED by
COQ D'ARGENT LIMITED
acting by a director
in the presence of

) X
)
) DIRECTOR
)

[REDACTED]

Signature of witness

[REDACTED]

Name (in BLOCK CAPITALS)

JESSICA LONGMAN

Address

[REDACTED]

EXECUTED AS A DEED by
LE PONT DE LA TOUR LIMITED
acting by a director
in the presence of

) X
)
) DIRECTOR
)

[REDACTED]

Signature of witness

[REDACTED]

Name (in BLOCK CAPITALS)

JESSICA LONGMAN

Address

[REDACTED]

[REDACTED]

EXECUTED AS A DEED by
SKYLON RESTAURANT LIMITED
acting by a director
in the presence of

)
)
)
)

DIRECTOR

Signature of witness

Name (in BLOCK CAPITALS)

Address

JESSICA LONGMAN

The Security Agent

Signed by
LLOYDS TSB BANK PLC
for and on its behalf
by its duly authorised
Officer

)
)
)
)
)

EXECUTED AS A DEED by
SKYLON RESTAURANT LIMITED

acting by a director

in the presence of:

)

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)

DIRECTOR

Signature of witness.

Name (in BLOCK CAPITALS)

Address

The Security Agent

Signed by

LLOYDS TSB BANK PLC

for and on its behalf

by its duly authorised

Officer

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Clifford Chance LLP

(Piyu Patel, x3351, 26111)