

# M

COMPANIES FORM No. 395  
**Particulars of a mortgage or charge**

114763/13  
**395**

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

CHFP131

Pursuant to section 395 of the Companies Act 1985

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

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

For official use Company number

9

03575203

\*insert full name of Company

Name of company

Santon Retail Limited ("Santon")

2 April 2008

Date of creation of the charge

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

Legal Charge ("deed")

**NOTE.**

Amount secured by the mortgage or charge

- (1) The deed is expressed to be supplemental to a Debenture ("Principal Charge") dated 5 March 2008 between Santon (1) and Tesco (2), and
- (2) The deed provides that save for clause 1.1, the terms of clause 1 ("Definitions and Interpretation") of the Principal Charge shall apply in this deed with all necessary modifications and as if they were set out here in full

The amount secured by the deed is the Liabilities (as defined in the Principal Charge)

7

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

Tesco Stores Limited ("Tesco") of Tesco House, Delamare Road, Cheshunt, Hertfordshire

Postcode EN8 9SL

Presentor's name address and reference (if any)

Berwin Leighton Paisner LLP  
Adelaide House  
London Bridge  
London, EC4R 9HA  
~~EC4R 9HA~~ London

Tel 020 7760 1000  
[Ref] ARUS/T0034 17131  
[6495457 1]

Time critical reference

For official Use  
Mortgage Section

Post room

FRIDAY



LD3

"LOSBSYSU"  
11/04/2008  
COMPANIES HOUSE

90

See continuation sheet 1

Please do not  
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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 *Berwin Leighton Paine LLP* Date *10/4/08*

On behalf of ~~[company]~~ ~~[mortgagee/chargee]~~<sup>□</sup>

<sup>□</sup>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 £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.

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Please do not  
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## Particulars of a mortgage or charge (continued)

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

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

Company Number

03575203

\* delete if  
inappropriate

Name of Company

**Santon Retail Limited ("Santon")**

Limited\*

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

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

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legibly, preferably  
in black type, or  
bold black  
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Names, addresses and descriptions of the mortgages or persons entitled to the charge (continued)

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

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

**NOTE: Clause 2.1 of the deed provides:**

2.1 As continuing security for the payment and discharge of the Liabilities Santon with full title guarantee charges the Additional Property to Tesco by way of legal mortgage

**Clause 3 of the deed provides:**

**3 Negative covenants**

Santon consents to the entry of the following restriction in the proprietorship register of any registered land forming part of the Property

"No disposition of the registered estate by the proprietor of the registered estate is to be registered without the written consent of the proprietor for the time being of the charge dated [ ] in favour of Tesco Stores Limited referred to in the charges register (or its conveyancer) or, if appropriate, signed on such proprietor's behalf by its secretary or conveyancer or one of its directors "

**Clause 1.1 contains the following definition**

Additional Property	the property details which are set out in The Schedule (and any land, cellars, vaults, underground tunnels, eaves, canopies, structures and the like used or enjoyed in connection with it now or in the future) including all buildings, fixtures (including trade fixtures) and fixed plant and machinery and other structures now or in future on it and all easements, access-rights, rights of way, wayleaves and rights attaching to it and in each case each and every part of it
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**THE SCHEDULE**  
**Additional Property**

All that land at Cookworthy Road, Kingsbridge, Devon registered at the Land Registry under title numbers DN178444 and DN562157

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

795

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## Particulars of a mortgage or charge (continued)

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Continuation sheet No 2  
to Form No 395 and 410 (Scot)

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

Company Number

Name of Company

\* delete if  
inappropriate

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



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

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## Particulars of a mortgage or charge (continued)

Please do not write  
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Continuation sheet No 3  
to Form No 395 and 410 (Scot)

Please complete  
legibly, preferably in  
black type, or bold  
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Company Number

Name of Company

\* delete if  
inappropriate

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

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Please complete  
legibly, preferably in  
black type, or bold  
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## Particulars of a mortgage or charge (continued)

Please do not write  
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Continuation sheet No 4  
to Form No 395 and 410 (Scot)

Please complete  
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Company Number

Name of Company

\* delete if  
inappropriate

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

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

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

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Continuation sheet No 5  
to Form No 395 and 410 (Scot)

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

Company Number

Name of Company

\* delete if  
inappropriate

Limited\*

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

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

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## Particulars of a mortgage or charge (continued)

Continuation sheet No 6  
to Form No 395 and 410 (Scot)

Company Number

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

\* delete if  
inappropriate

Name of Company

Limited\*

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



Please complete  
legibly, preferably in  
black type, or bold  
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## Particulars of a mortgage or charge (continued)

Please do not write  
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Continuation sheet No 7  
to Form No 395 and 410 (Scot)

Please complete  
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black type, or bold  
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Company Number

Name of Company

\* delete if  
inappropriate

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

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

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## Particulars of a mortgage or charge (continued)

Please do not write  
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Continuation sheet No 8  
to Form No 395 and 410 (Scot)

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

Company Number

Name of Company

\* delete if  
inappropriate

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

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

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

Please do not write  
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Continuation sheet No   9    
to Form No 395 and 410 (Scot)

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

Company Number

Name of Company

\* delete if  
inappropriate

Limited\*

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

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

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## Particulars of a mortgage or charge (continued)

Please do not write  
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Continuation sheet No 10  
to Form No 395 and 410 (Scot)

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

Company Number

Name of Company

\* delete if  
inappropriate

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

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FILE COPY

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

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

**COMPANY NO. 3575203  
CHARGE NO. 9**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 2 APRIL  
2008 AND CREATED BY SANTON RETAIL LIMITED FOR  
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE  
COMPANY TO TESCO STORES LIMITED 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 11  
APRIL 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17 APRIL 2008

*D. Selva*



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES