

264284/26

In accordance with
Section 860 of the
Companies Act 2006

MG01**Particulars of a mortgage or charge**

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 NOT for**
You cannot use this form to reg
particulars of a charge for a Sc
company To do this, please use
form MG01s

THURSDAY



A09

03/11/2011

228

COMPANIES HOUSE

1 Company details

Company number 03646282
Company name in full HERCULES PROPERTY UK LIMITED

23 For official use

→ **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 21/10/2011

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 STANDARD SECURITY

4 Amount secured

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

Amount secured All present and future obligations and liabilities (whether actual or
contingent, whether owed jointly, severally or in any other capacity
whatsoever and whether originally incurred by an Obligor or Third
Party Chargor) of each Obligor or Third Party Chargor to the Finance
Parties under the facility agreements dated 20 September 2011
between (amongst others) BNP Paribas Securities Services Trust
Company Limited and BNP Paribas Securities Services Trust
Company (Jersey) Limited as trustees of Hercules Unit Trust and the
Security Trustee (the "Facility Agreements") as the same may be
amended, varied, supplemented, novated, restated, replaced or
renewed from time to time (including supplements for further
advances) except for any obligation or liability which, if it were so
included would result in any Obligor or Third Party Chargor giving
financial assistance which is unlawful under section 678 or 679 of the
Companies Act 2006

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

MG01

Particulars of a mortgage or charge

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

Name AAREAL BANK AG, WIESBADEN

Address PAULINENSTRASSE 15

65189 WIESBADEN, GERMANY

Postcode

Name

Address

Postcode

Continuation page

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

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

ALL and **WHOLE** the subjects comprising Inverness Retail Park, Inverness being **ALL** and **WHOLE** (First) that area or piece of ground in the County of Inverness lying to the south of the A96 trunk road leading from Inverness to Aberdeen and extending to seven hectares and ninety four decimal or one hundredth parts of a hectare or thereby and known as Phases I and II of Inverness Retail and Business Park being the area or piece of ground shown coloured orange on the plan annexed and executed as relative to Disposition by Inverness Retail and Business Park Limited in favour of Hercules Property UK Limited dated Twenty sixth August and recorded in the Division of the General Register of Sasines applicable to the County of Inverness on Second September both months in the year Nineteen hundred and Ninety nine and (Second) those 2 areas of ground more particularly described in and respectively coloured blue and cross hatched in black on the plan annexed as relative to Disposition by Inverness Retail and Business Park Limited in favour of Hercules Property UK Limited dated 6 December 2002 and recorded in the said Division of the General Register of Sasines on 7 January 2003 (which subjects (First) and (Second) are hereinafter referred to together as "the Retail Park" which Retail Park, for the avoidance of doubt, does not include (One) **ALL** and **WHOLE** those two sub-station sites shown delineated in black and left uncoloured on the said plan and which two sub-station sites are more particularly described in, delineated in black and coloured in pink on plan numbers 2 and 3 annexed to the Disposition by Inverness Retail and Business Park Limited with consent thereinmentioned in favour of Scottish and Southern Energy plc dated Twenty first and Thirtieth December Nineteen hundred and Ninety eight and Twenty eighth January Nineteen hundred and Ninety nine and recorded in the Division of the General Register of Sasines applicable to the County of Inverness on Twenty third April Nineteen hundred and Ninety nine, (Two) **ALL** and **WHOLE** that area or piece of ground extending to 0 145 hectares or thereby forming part of Inverness Retail Business Park, Inverness in the County of Inverness bounded - on the north, north east and north by ground currently owned by Tesco Stores Limited along which it extends respectively 47 3 metres or thereby, 24 2 metres or thereby and 9 9 metres or thereby, on the east by the start of a landscaping area along which it extends 8 9 metres or thereby, on or towards the south, west and south again, by the Retail Park along which it extends respectfully 19 metres, 2 metres and 56 5 metres or thereby and on or towards the west by the outer face of the existing boundary enclosure along which it extends 22 5 metres or thereby, and being the area or piece of ground currently undergoing registration in the Land Register under Title Number INV12372, and (Continued)

MG01

Particulars of a mortgage or charge

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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

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 *Nick Hogg, Partner For Pinstrip Mason LLP* X
For and on behalf of Aareal Bank AG, Wiesbaden

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

MG01

Particulars of a mortgage or charge



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 Nicola Davey

Company name Pinsent Masons LLP

Address 123 St Vincent St

Post town Glasgow

County/Region

Postcode

G

2

5

E

A

Country

DX GW74 Glasgow

Telephone 0141 249 5487



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

MG01 - continuation page

Particulars of a mortgage or charge

6	Short particulars of all the property mortgaged or charged
Short particulars	<p data-bbox="357 454 999 483">Please give the short particulars of the property mortgaged or charged</p> <p data-bbox="357 517 1426 1778">and (Three) ALL and WHOLE area of ground extending to Twenty eight square metres or thereby situated within Inverness Retail Park in the County of Inverness and known as "Retail Park No. 1" and being the subjects more particularly described in the (First) plan in, and delineated in black and coloured pink on the plan marked "Retail Park No. 1, Inverness" annexed and signed as relative to, the Disposition by Inverness Retail and Business Park Limited in favour of Scottish and Southern Energy plc dated 21 December 1998 and 28 January 1999 and recorded in the Division of the General Register of Sasines applicable to the County of Inverness on 23 April 1999 (Fiche 217, Frame 24), TOGETHER WITH by way of inclusion and not exception (One) a heritable and irredeemable servitude right of pedestrian and vehicular access thereto and egress therefrom over the distributor road shown coloured brown on the said plan, (Two) the servitude rights of wayleave for any existing pipes, drains, sewers, wires, cables, poles and other conducting media within the subjects referred to in the Disposition by the said Inverness Retail and Business Park Limited in favour of Tesco Stores Limited dated Eighth and recorded in the said Division of the General Register of Sasines on Thirteenth both days of January Nineteen hundred and Ninety seven with the right along with the said Inverness Retail and Business Park Limited and their successors to lay, install, repair, maintain and renew any additional pipes, drains, sewers, wires, cables, poles and other conducting media in, through or under the said subjects (but not under or through any buildings erected by the proprietors of the said subjects or any area intended by the said proprietors for the erection of buildings) subject to the persons exercising such rights doing so in such a manner as to cause the least practicable inconvenience to the said proprietors and making good all damage caused thereby, (Three) the whole buildings and others erected thereon known as and forming Inverness Retail Park, (Four) the whole heritable fixtures and fittings in and upon the same, (Five) the whole mines, metals and minerals therein and thereon but only insofar as we have right thereto, (Six) the whole common and other rights appertaining thereto, (Seven) the whole parts, privileges and pertinents and (Eight) our whole right, title and interest, present and future, in and to the subjects hereinbefore described, WHICH SUBJECTS hereby described form PART and PORTION of (One) ALL and WHOLE that area or piece of ground lying to the south of the A96 trunk road as aforesaid extending to Eighty two thousand Eight hundred and Twenty three square metres or thereby being the subjects more particularly described in, (SECOND) disposed by and coloured pink on the plan annexed and signed as relative to the Disposition by Donald Charles Smith Mackintosh (otherwise Macintosh) as partner of and trustee for the firm of J Mackintosh & Son (otherwise J Mackintosh & Sons) in favour of the said Inverness Retail and Business Park Limited (wherein they are designed The Inverness Retail and Business Park Limited) dated Twenty second November and recorded in the said Division of the General Register of Sasines on Seventh December both months in the year Nineteen hundred and Ninety five and (Two) ALL and WHOLE that area or piece of ground lying to the south of the A96 trunk road as aforesaid extending to Twenty two point five four one hectares or thereby being the subjects more particularly described in, disposed by and delineated in black and coloured pink and shown hatched on the plan annexed and signed as relative to Disposition by the said Donald Charles Smith Mackintosh as partner and trustee aforesaid in favour of the said Inverness Retail and Business Park Limited dated Eleventh and recorded in the said Division of the General Register of Sasines on the Twenty first both days of October Nineteen hundred and Ninety six</p> <p data-bbox="357 1816 472 1839">Definitions</p> <p data-bbox="357 1845 1062 1868">"Finance Parties" has the meaning given in the Facility Agreement,</p> <p data-bbox="357 1874 1023 1897">"Obligor" has the meaning given in the Facility Agreement, and</p> <p data-bbox="357 1904 1106 1926">"Third Party Chargor" has the meaning given in the Facility Agreement</p>

MG09

Certificate of registration of a charge comprising property situated in another UK jurisdiction



What this form is for

You may use this form to give notice
of a certificate of registration of a
charge comprising property situated
in another UK jurisdiction



What this form is NOT for

You cannot use this form as a
certificate of registration of a charge
for a company registered
in Scotland

For further information, please
refer to our guidance at
www.companieshouse.gov.uk

1

Company details

Company number

0 3 6 4 6 2 8 2

Company name in full

HERCULES PROPERTY UK LIMITED

For official use

→ Filling in this form

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2

Date charge presented

Date of, and parties to,
the chargeIt is hereby certified that the charge **①**

by Hercules Property UK Limited as general partner and trustee for

The Hercules Property Limited Partnership in favour of Aareal Bank

AG, Wiesbaden

was presented for registration on

21 10 2011

Jurisdiction

in **②**☒ Scotland☐ England and Wales☐ Northern Ireland

① As described on form MG01
'Particulars of a mortgage
or charge'

② Please tick as appropriate

3

Signature

Please sign the form here

Signature

Signature

X *Nick Hogg, Partner For P. Invest Masons LLP*
For and on behalf of Aareal Bank AG, Wiesbaden

X

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

MG09

Certificate of registration of a charge comprising property situated in another UK jurisdiction



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. The contact information you give will be visible to searchers of the public record.

Contact name

NICOLA DAVEY.

Company name

Pinsent Masons LLP

Address

123 St Vincent St

Post town

Glasgow

County/Region

Postcode

G

2

5

E

A

Country

DX

GW74 Glasgow

Telephone

0141 248 6655



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 shown the date of, and parties to, the charge in Section 2
- ☐ You have declared where the charge was presented for registration
- ☐ You have enclosed the form MG01 and a verified copy of the deed
- ☐ You have signed the form



Important information

Please note that all information on this form will appear on the public record.



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 MORTGAGE OR CHARGE**

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

COMPANY NO. 3646282

CHARGE NO. 23

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH
WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 21
OCTOBER 2011 AND CREATED BY HERCULES PROPERTY UK
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM EACH OBLIGOR OR THIRD PARTY CHARGOR TO
THE FINANCE PARTIES ON ANY ACCOUNT WHATSOEVER
UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT
CREATING OR EVIDENCING THE CHARGE WAS REGISTERED
PURSUANT TO CHAPTER 1 PART 25 OF THE COMPANIES ACT
2006 ON THE 3 NOVEMBER 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8 NOVEMBER
2011

DX



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES