

MG01

Particulars of a mortgage or charge

043453/39x3



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

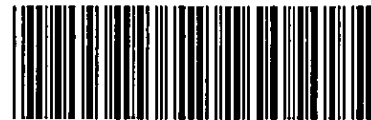
You may use this form to register particulars of a mortgage or charge in England and Wales or Northern Ireland



What this form is NOT for

You cannot use this form to register particulars of a charge for a Scottish company. To do this, please use form MG01s

THURSDAY



S1071HU9

SCT

20/12/2012

#131

COMPANIES HOUSE

1

Company details

Company number

0 4 2 2 4 4 7 6

Company name in full

Telereal General Property Trustee 1 Limited (as trustee for the Borrower) (the "TGP Headlease Trustees")

29 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

d0 d7 m1 m2 y2 y0 y1 y2

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 (the "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 and whether owed jointly or severally or in any other capacity whatsoever) of each TGP HT Chargor to the Borrower Security Trustee or any other TGP Secured Party under the TGP Secured Documents and the TGP HT Guarantee (the "TGP HT Chargor Secured Obligations").

Please see continuation sheet for definitions

Continuation page

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

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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

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

Name	Citicorp Trustee Company Limited (the "Borrower Security
Address	Trustee") Citigroup Centre, Canada Square, Canary Wharf, London
Postcode	E H 1 4 5 L B
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>The property described in the Schedule to the Standard Security (being ALL and WHOLE those subjects at 67 Muirhouse Avenue, Edinburgh in the County of Midlothian being the subjects registered in the Land Register of Scotland under Title Number MID11905; UNDER EXCEPTION OF ALL and WHOLE those subjects shown outlined and hatched green on the plan annexed and signed as relative to the Standard Security being the subjects described in and disposed by Disposition by British Telecommunications plc with consent of the TGP Headlease Trustees in favour of Springfield Properties plc to be registered in the Land Register of Scotland on or around the date of registration of the Standard Security) and each and every part thereof including all buildings, structures, fixtures (including trade fixtures) and all fixed plant, fixed machinery and fixed equipment therein and thereon (the "Property")</p>
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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

None.

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

For and on behalf of Maclay Murray & Spens LLP

X

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 MDD/CPD/ALL/1/181

Company name
Maclay Murray & Spens LLP

Address Quatermile One

15 Lauriston Place

Post town Edinburgh

County/Region

Postcode E H 3 9 E P

Country United Kingdom

DX ED137

Telephone 0131 228 7000

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

Please give the short particulars of the property mortgaged or charged

Short particulars

"Borrower" means means Telereal Securitised Property GP Limited, a company incorporated under the Companies Acts (registered number 4221633) and having its registered office at 140 London Wall, London EC2Y 5DN as general partner of Telereal Securitised Property Limited Partnership established under the Limited Partnerships Act 1907 (registered number LP7868).

"Borrower Deed of Charge" has the meaning given to it in the Master Schedule

"Borrower Security Trustee" means Citicorp Trustee Company Limited, a company incorporated under the Companies Acts (registered number 235914) and having its registered office at Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB

"HT Deed of Charge" has the meaning given to it in the Master Schedule.

"HT Security Trustee" has the meaning given to it in the Master Schedule

"Master Schedule" means the Third Amended and Restated Master Definitions and Construction Schedule in the relation to the securitisation of Telereal Securitised Property Limited Partnership dated 16 November 2006.

"Receiver" has the meaning given to it in the Master Schedule

"Specified Vacation Facility Agreement" has the meaning given to it in the Master Schedule

"TGP HT Chargor" means each of the TGP Headlease Trustees, TGP General Property Parent Limited (registered number 4222556) and TGP General Property Holdings Limited (registered number 4175698)

"TGP HT Deed of Charge" has the meaning given to it in the Master Schedule

"TGP HT Guarantee" means the guarantee and indemnity by the TGP Headlease Trustees in favour of the Borrower Security Trustee in respect of TGP's obligations under the Specified Vacation Facility Agreement, pursuant to clause 2.2 of the TGP HT Deed of Charge dated on or about the date of this Standard Security between, inter alios, the TGP Headlease Trustees, the Borrower, the Borrower Security Trustee and Citicorp Trustee Company Limited as HT Security Trustee

"TGP HT Headlease Trustees" means Telereal General Property Trustee 1 Limited, a company incorporated under the Companies Acts (registered number 4224476) and having its registered office at 140 London Wall, London EC2Y 5DN and Telereal General Property Trustee 2 Limited, a company incorporated under the Companies Acts (registered number 4222539) and having its registered office at 140 London Wall, London EC2Y 5DN, aforesaid as trustees of the Borrower, which expression shall include their successors in title and assignees and persons deriving title through or under them

MG01 - continuation page

Particulars of a mortgage or charge

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Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

"TGP Secured Documents" has the meaning given to "TGP Finance Documents" in the Specified Vacation Facility Agreement

"TGP Secured Parties" means

- (a) the Borrower;
- (b) the Borrower Security Trustee,
- (c) any Receiver appointed under the Borrower Deed of Charge,
- (d) any Receiver appointed under the HT Deed of Charge,
- (e) the TGP Headlease Trustees, and
- (f) the HT Security Trustee

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 4 2 2 4 4 7 6

Company name in full Telereal General Property Trustee 1 Limited (as trustee for Telereal
Securitised Property GP Limited) (the "TGP Headlease Trustees")

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 charge It is hereby certified that the charge ①
the Standard Security by the TGP Headlease Trustees and Telereal General
Property Trustee 2 Limited (as trustees for the Borrower) in favour of Citicorp
Trustee Company Limited (as Borrower Security Trustee) dated 29 November 2012
was presented for registration on
d0 d7 m1 m2 y2 y0 y1 y2

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
X
For and on behalf of Maclay Murray & Spens LLP 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 MDD/CPD/ALL/1/181

Company name
Maclay Murray & Spens LLP

Address Quatermile One

15 Lauriston Place

Post town Edinburgh

County/Region

Postcode E H 3 9 E P

Country United Kingdom

DX ED137

Telephone 0131 228 7000



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

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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. 4224476

CHARGE NO. 29

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A STANDARD SECURITY EXECUTED
ON 29 NOVEMBER 2012 WHICH WAS PRESENTED FOR
REGISTRATION IN SCOTLAND ON 7 DECEMBER 2012 AND
CREATED BY TELEREAL GENERAL PROPERTY TRUSTEE 1
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM EACH TGP HT CHARGOR TO CITICORP TRUSTEE
COMPANY LIMITED (THE BORROWER SECURITY TRUSTEE) OR
ANY OTHER TGP SECURED PARTY 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 20 DECEMBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 28 DECEMBER
2012

DX



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**