

MG01

Particulars of a mortgage or charge

127651 / 13



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

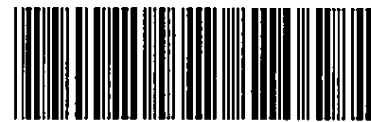
You may use this form to register particulars of a mortgage or charge in England and Wales or Northern Ireland.



What this form is NOT for

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

TUESDAY



LV3ACGEZ

LD5

05/01/2010

406

COMPANIES HOUSE

1

Company details

Company number

0 4 9 6 9 8 1 9

Company name in full

WINWICK LIMITED (the "Company")

1 3

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 12 2009

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

Legal Charge (the "Charge")

4

Amount secured

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

Amount secured

All monies and liabilities now or at any time in the future due, occurring or incurred by the Chargor to the Bank on any account, whether actual or contingent and whether as principal or surety, together with all interest, charges, costs and expenses.

Continuation page

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

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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 **INVESTEC BANK PLC ("Bank")**Address **2 Gresham Street, London**Postcode **E C 2 V 7 Q P**

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

1. by way of legal mortgage the property specified in the schedule below (the "Property");
2. By way of fixed charge (if the Chargor is a company) all plant, machinery, implements, utensils, furniture and equipment now or from time to time at the Property; and
3. By way of fixed charge the goodwill of any business carried on by the Chargor at the Property.

NOTES:

1. The Charge contains a provision that the Chargor shall promptly on demand and at its own cost execute and do all such assurances, acts and things including without limitation, execute all transfers, conveyances, assignments and assurances of the Property and give all notices, orders and directions which the Bank may require for perfecting or protecting the Charge or the priority of the Charge, or for facilitating the realisation of the Property or the exercise of any of the rights vested in the Bank or any Receiver.

2. The Charge contains a provision that the Chargor shall not without the prior written consent of the Bank:

2.1 create or permit to subsist or arise any mortgage, charge, debenture or other encumbrance or any right or option over the Property or any part thereof; or

2.2 sell, convey, assign, lease, or transfer the Property or any interest therein, or otherwise part with or dispose of the Property or assign or otherwise dispose of any moneys payable to the Chargor in relation to the Property or agree to do any of the foregoing; or

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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

2.3 part with or share possession or occupation of the Property or any part of it, or grant any tenancy or licence to occupy the Property or agree to do any of the foregoing.

3. The Charge contains a provision that the term "Property" shall, if applicable, also include the assets referred to in paragraphs 2 and 3 above.

4. The Charge contains a provision that the Bank may at any time after the Charge has become enforceable and without notice to the Chargor combine or consolidate all or any of the Chargor's then existing accounts with and liabilities to the Bank and set off or transfer any sum or sums standing to the credit of any one or more of such accounts in or towards satisfaction of any of the liabilities of the Chargor to the Bank on any other account or in any other respects. The Bank shall notify the Chargor that such a transfer has been made.

5. The Charge contains a provision that if the expression "Chargor" comprises more than one party the liabilities of such parties shall be joint and several.

The Charge contains or incorporates the following definitions:

Bank means Investec Bank Plc including its successors and assigns

Chargor means FARADAY MANAGEMENT LIMITED (a company registered in the Isle of Man with registered number: 123593C whose registered office/address is at Fernleigh House, Palace Road, Douglas, Isle of Man IM2 4LB and WINWICK LIMITED whose registered office is at 2nd floor Muskers Building, 1 Stanley street, Liverpool, Merseyside L1 6AA (registered in England with company number 04969819) each in its own capacity and in its capacity as general partner of THE WINWICK PARTNERSHIP (a limited partnership established under the laws of England and registered with number LP009364)

Company means Winwick Limited

Property means the properties specified in the schedule below

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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

Schedule

1. The freehold property on the East and West sides of Foundry Street, Warrington and the North East side of Dallam Lane, Warrington registered at the Land Registry under Title Number CH178919; and
2. The leasehold property known as 57 Tanners Lane, Warrington registered at the Land Registry under Title Number LA139982; and
3. The freehold property known as 32 Winwick Street, Warrington registered at the Land Registry under Title Number CH112489; and
4. The freehold property known as 34 Winwick Street, Warrington registered at the Land Registry under Title Number CH390869; and
5. The freehold land and buildings being 37 Tanners Lane and land adjacent to 37 Tanners Lane, Warrington, Cheshire and registered at the Land Registry under Title Numbers CH506108 and CH280077; and
6. The freehold land and buildings being 44 (previously known as 46) Winwick Street, Warrington, Cheshire and registered at the Land Registry under Title Number CH124939 and such rights and interests as the Chargor has in the land shown coloured in green on the plan attached to the Legal Charge.

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7 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 866).

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 870). 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 Benwin Leighton Paines UP X

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

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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 Amandine Proux

Company name Berwin Leighton Paisner LLP

Address Adelaide House, London Bridge,

Post town London

County/Region

Postcode E C 4 R 9 H A

Country

DX 92 LONDON/CHANCERY LN

Telephone +44 (0)20 7760 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:

- ☐ 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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4969819
CHARGE NO. 13**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 21
DECEMBER 2009 AND CREATED BY WINWICK LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
CHARGOR TO INVESTEC BANK PLC ON ANY ACCOUNT
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1
PART 25 OF THE COMPANIES ACT 2006 ON THE 5 JANUARY
2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10 JANUARY
2010

ST
15



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES