

# MG01

## Particulars of a mortgage or charge

220653/13

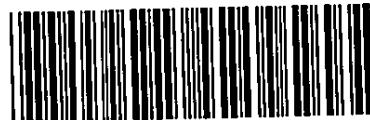
A fee is payable with this form

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

X **What this form is NOT for**  
You cannot use this form to register  
particulars of a charge for  
company. To do this, please use  
form MG01s

FR THURSDAY



\*R10CNEKH\*  
RCS 12/01/2012 #257  
COMPANIES HOUSE  
\*A0ZX3M3WA\*  
A37 06/01/2012 #120  
COMPANIES HOUSE

### 1 Company details

Company number 05065959

Company name in full Ceres Nursery Limited (the "Mortgagor")

For official use

Filing 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 05 01 2012

### 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 Mortgage (the "Charge")

### 4 Amount secured

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

Amount secured

Any sum of money or any liability which (the "Customer") may now or at any  
time in the future owe to Clydesdale Bank PLC (trading as Yorkshire Bank) (the  
"Bank") including

- sums and liabilities owed individually or jointly with others,
- sums and liabilities owed as guarantor, indemnifier or security giver for any other person,
- sums and liabilities which may or may not become payable depending on the outcome of future events including any sums and liabilities which would become payable on demand by the Bank,
- sums and liabilities owed to another person, the rights to which have been transferred to the Bank,
- sums and liabilities owed on current or any other account,

and also including

- interest at the applicable rate or rates agreed between the Customer and the Bank from time to time in respect of any sum of money or liability,
- banking charges and all costs and expenses (including the Banks own internal management and administrative costs and legal costs on a full indemnity basis) incurred by the Bank or any receiver appointed by the Bank in exercising the Banks rights or the receiver's rights under the Charge

Such sums and liabilities are not limited in value

#### 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		<b>Continuation page</b> Please use a continuation page if you need to enter more details
Name	Clydesdale Bank PLC (Company Number SC001111)	
Address	30 St Vincent Place	
	Glasgow	
Postcode	G 1 2 H L	
Name		
Address		
Postcode		

**6 Short particulars of all the property mortgaged or charged**

Please give the short particulars of the property mortgaged or charged		<b>Continuation page</b> Please use a continuation page if you need to enter more details									
Short particulars	By way of Legal Mortgage, the Mortgagor charges the <del>freehold</del> leasehold property (the "Property") described as follows  Address <div style="border: 1px solid black; padding: 5px; margin: 5px;">           FLOORS 1-3, 284-286 UPPER RICHMOND ROAD WEST            EAST SHEEN LONDON SW14 7TS         </div> <b>Registered Land</b> <table border="1" style="width: 100%;"> <thead> <tr> <th>Title number(s)</th> <th>Administrative Area</th> </tr> </thead> <tbody> <tr> <td style="height: 40px;"></td> <td></td> </tr> </tbody> </table> <b>Unregistered Land - the property is comprised in the following deeds(s)</b> <table border="1" style="width: 100%;"> <thead> <tr> <th>Date</th> <th>Description of deed(s)</th> <th>Parties</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">6 DECEMBER 2011</td> <td style="text-align: center;">LEASE</td> <td>           WAITROSE            LIMITED (1)            CERES NURSERY            LIMITED (2)         </td> </tr> </tbody> </table> By way of assignment, the Related Rights (as defined in the Charge) and the goodwill belonging to the Mortgagor of all businesses from time to time carried on or at the Property with the benefit of all authorisations, permits, registration certificates or licenses of any kind which the Mortgagor may hold in connection with such businesses,  By way of fixed charge, the equipment and goods listed in Box E of the Charge and all other fixtures, fittings, plant and machinery which may from time to time be erected on or affixed to the Property, and  By way of floating charge all other movable plant, machinery, furniture, equipment, goods and other effects which are from time to time on the Property		Title number(s)	Administrative Area			Date	Description of deed(s)	Parties	6 DECEMBER 2011	LEASE
Title number(s)	Administrative Area										
Date	Description of deed(s)	Parties									
6 DECEMBER 2011	LEASE	WAITROSE LIMITED (1) CERES NURSERY LIMITED (2)									

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## 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

NIL

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### 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).

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### Signature

Please sign the form here

Signature

Signature

X

*Wilson*

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

<b>Presenter information</b>	<b>Important information</b>
<p>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.</p>	<p>Please note that all information on this form will appear on the public record.</p>
<p>Contact name <b>PAULA DUNKLEY</b></p>	<b>How to pay</b>
<p>Company name <b>WILSON BLOWNE LLP</b></p>	<p>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'.</p>
<p>Address</p>	<b>Where to send</b>
<p></p>	<p>You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.</p>
<p></p>	<p><b>For companies registered in England and Wales.</b> The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff</p>
<p>Post town</p>	<p><b>For companies registered in Scotland.</b> 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)</p>
<p>County/Region</p>	<p><b>For companies registered in Northern Ireland</b> The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road Belfast, Northern Ireland, BT1 3BS DX 481 N R Belfast 1</p>
<p>Postcode</p>	<b>Further information</b>
<p>Country</p>	<p>For further information, please see the guidance notes on the website at <a href="http://www.companieshouse.gov.uk">www.companieshouse.gov.uk</a> or email <a href="mailto:enquiries@companieshouse.gov.uk">enquiries@companieshouse.gov.uk</a></p>
<p>DX <b>12811 KETTERING</b></p>	<p><b>This form is available in an alternative format. Please visit the forms page on the website at <a href="http://www.companieshouse.gov.uk">www.companieshouse.gov.uk</a></b></p>
<p>Telephone <b>01536 410014</b></p>	
<p><input checked="" type="checkbox"/> <b>Certificate</b></p>	
<p>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.</p>	
<p><input checked="" type="checkbox"/> <b>Checklist</b></p>	
<p>We may return forms completed incorrectly or with information missing</p>	
<p>Please make sure you have remembered the following:</p> <ul style="list-style-type: none"> <li><input type="checkbox"/> The company name and number match the information held on the public Register</li> <li><input type="checkbox"/> You have included the original deed with this form</li> <li><input type="checkbox"/> You have entered the date the charge was created</li> <li><input type="checkbox"/> You have supplied the description of the instrument</li> <li><input type="checkbox"/> You have given details of the amount secured by the mortgagee or chargee</li> <li><input type="checkbox"/> You have given details of the mortgagee(s) or person(s) entitled to the charge</li> <li><input type="checkbox"/> You have entered the short particulars of all the property mortgaged or charged</li> <li><input type="checkbox"/> You have signed the form</li> <li><input type="checkbox"/> You have enclosed the correct fee</li> </ul>	

## PROFORMA

Company Number	05065959
Company Name	Ceres Nursery Limited
Contact Name/ Organisation	Wilson Browne LLP
Address	DX 12811 Kettering

- The following details will need to be added, amended or deleted to the Form MG01/LL MG01/MG01s/LL MG01s/OS MG01/MG09/LL MG09

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of Creation of Charge ☐

Description ☐

Amount Secured ☐

Mortgagee(s) or person(s) entitled to the charge ☒

Short particulars of all the property mortgaged or charged ☐

Date charge presented (applies to MG09/LL MG09) ☐

Date of execution (applies to MG09/LL MG09) ☐

Date and parties to the charge (applies to MG09/LL MG09) ☐

Jurisdiction (applies to MG09/LL MG09) ☐

Floating charge statement (applies to MG01s/LLMG01s/OSMG01) ☐

- The following details will need to be added, amended or deleted to the Form MG06/LL MG06/MG06s/LL MG06s

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of creation of charge	<input type="checkbox"/>
Description	<input type="checkbox"/>
Date of acquisition	<input type="checkbox"/>
Amount secured	<input type="checkbox"/>
Mortgagee(s) or person(s) entitled to the charge	<input type="checkbox"/>
Short particulars of all the property Mortgaged or charged	<input type="checkbox"/>

- The following details will need to be added, amended or deleted to the Form MG07/MG07s/LLMG07/LLMG07s/OSMG04

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of covering deed	<input type="checkbox"/>
Total amount secured	<input type="checkbox"/>
Date of present issue	<input type="checkbox"/>
Amount of present issue	<input type="checkbox"/>
Date of resolution	<input type="checkbox"/>
Name of Trustee(s)	<input type="checkbox"/>
General description of property	<input type="checkbox"/>
Floating charge statement (applies to MG07s/LLMG07s/OSMG04)	<input type="checkbox"/>

**(Please give the instructions in the box below)**

The name of the Customer is:

Childcare and Learning (Holdings) Limited



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

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

**COMPANY NO. 5065959  
CHARGE NO. 4**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED 5  
JANUARY 2012 AND CREATED BY CERES NURSERY LIMITED  
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM  
THE CUSTOMER TO CLYDESDALE BANK PLC (TRADING AS  
YORKSHIRE BANK) ON ANY ACCOUNT WHATSOEVER WAS  
REGISTERED PURSUANT TO CHAPTER 1 PART 25 OF THE  
COMPANIES ACT 2006 ON THE 12 JANUARY 2012**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 12 JANUARY  
2012**



*Companies House*  
— for the record —



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

*DX*