

MG01

Particulars of a mortgage or charge

059209 113

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 on a  
company. To do this, use  
form MG01s

WEDNESDAY



\*A13QG3E0\*

A19

29/02/2012

#118

COMPANIES HOUSE

**1** Company details

Company number 05137980  
Company name in full GIANT TOPCO LIMITED

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 28 02 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 An Omnibus Set-Off Agreement dated 28 FEBRUARY 2012 (the  
"Agreement")

**4** Amount secured

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

Amount secured All money and liabilities then or at any time  
thereafter due, owing or incurred to Lloyds TSB  
Bank plc ("the Bank") from either the Company or  
any one or more of the other parties to the  
Agreement (other than the Bank) being at the date  
hereof the following:

COMPANY NUMBER  
BOOKER GROUP PLC 05145685  
~~GIANT TOPCO LIMITED 05137980~~ RM  
BOOKER LIMITED 00197380  
BOOKER DIRECT LIMITED 04004640  
RITTER - COURIVAUD LIMITED 00363411

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

**MG01****Particulars of a mortgage or charge**

<b>5</b>	<b>Mortgagee(s) or person(s) entitled to the charge (if any)</b>	<b>Continuation page</b> Please use a continuation page if you need to enter more details.
Please give the name and address of the mortgagee(s) or person(s) entitled to the charge		
Name	Lloyds TSB Bank plc	
Address	25 GRESHAM STREET	
	LONDON	
Postcode	E C 2 V 7 H N	
Name		
Address		
Postcode		
<b>6</b>	<b>Short particulars of all the property mortgaged or charged</b>	<b>Continuation page</b> Please use a continuation page if you need to enter more details.
Please give the short particulars of the property mortgaged or charged		
Short particulars	<p>Any sum or sums standing to the credit of any present or future accounts of the Companies with the Bank, whether such accounts are in the sole name of any of the Companies or in the joint names of two or more of the Companies including any accounts in the Bank's name with any designation which includes the name(s) of any one or more of the Companies, whether such accounts be denominated in sterling or any other currency or currency unit, and the debt or debts from time to time owing by the Bank represented by any such sum or sums (each such sum and debt being a "Credit Balance").</p> <p>NOTE: By Clause 2 4 of the Agreement, each of the Companies agreed that it would not (without the prior written consent of the Bank) assign, mortgage, charge, secure or otherwise confer upon any third party any right, title or interest in or to any Credit Balance, or otherwise dispose of any Credit Balance or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank)</p> <p>"Companies" means the Company and the other companies and/or limited liability partnerships listed above in the description of the Amount secured and any company and/or limited liability partnership who executes a deed acceding to the Agreement but excluding any company and/or limited liability partnership released pursuant to the Agreement as from the date of its release.</p>	

# MG01

## Particulars of a mortgage or charge

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

Nil

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

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 **BETHANY YARLEN**

Company name **LLOYDS TSB BANK PLC**

Address **CITY OFFICE**

**PO BOX 72 BAILEY DRIVE**

**GILLINGHAM BUSINESS PARK**

Post town **GILLINGHAM**

County/Region **KENT**

Postcode **ME8 0LS**

Country **UK**

DX **155020 GILLINGHAM 5**

Telephone **0207 775 2849**



### 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 mortgage 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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://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. 5137980  
CHARGE NO. 3**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT AN OMNIBUS SET-OFF AGREEMENT  
DATED 28 FEBRUARY 2012 AND CREATED BY GIANT TOPCO  
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME  
DUE FROM THE COMPANY AND/OR ALL OR ANY OF THE  
COMPANIES NAMED THEREIN TO LLOYDS TSB BANK PLC ON  
ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT  
TO CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE  
29 FEBRUARY 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5 MARCH 2012

DX



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES