

MG01

Particulars of a mortgage or charge



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LASERFORM

042359/13

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

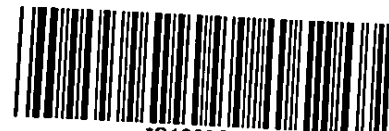
You may use this form to register particulars of a mortgage or charge in England and Wales or Northern Ireland



What this form is NOT for

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

MONDAY



SCT

S1058QGR

09/01/2012

#672

COMPANIES HOUSE

1

Company details

Company number

0 5 4 5 1 6 3 0

Company name in full

George Hotel Investments Limited (the "Chargor")

1 2

→ 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

d2 d2 m1 m2 y2 y0 y1 y1

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

Assignment of Rents (the "Assignment")

4

Amount secured

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

Amount secured

All money or liabilities due, owing or incurred to any Finance Party by any Obligor under any Finance Document at present or in the future, in any manner whether actual or contingent, whether incurred solely or jointly with any other person and whether as principal or surety, together with all interest accruing thereon and including all liabilities in connection with any notes, bills or other instruments accepted by any Finance Party for or at the request of any Obligor and all losses incurred by any Finance Party in connection therewith except for any money which, if it were so included, would cause the infringement of Section 678 - 679 of the Companies Act 2006 (the "Indebtedness")

Please see continuation sheet for definitions

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 Bank of Scotland plc as security trustee for itself

Address and the other Secured Parties (the "Security Agent")

The Mound, Edinburgh

Postcode E H 1 1 Y Z

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 All the Chargor's right, title and interest in and to the Rents (the "Assigned Rights").

Please see continuation sheet for definitions

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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

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

Andy Lee

FOR AND ON BEHALF OF
MACLAY MURRAY & SPENCER LLP

X

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

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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 AMR/BAN 13.4664

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

DX DX ED137 Edinburgh

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

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Amount secured

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

Amount secured

Definitions -

The terms "Finance Document", "Finance Party", "Obligor" and "Secured Parties" have the meanings given to those terms in the Senior Facilities Agreement

"Senior Facilities Agreement" means the senior facilities agreement made between, among others (1) Principal Hayley Group Limited (company registration number 04977436) (formerly Troy Management Services Limited) (2) Bank of Scotland plc (formerly the Governor and Company of the Bank of Scotland) as Arranger, Facility Agent and Security Agent (3) Bank of Scotland plc as Hedging Lender (4) certain financial institutions as Lenders and (5) the Original Borrowers as defined therein dated 24 May 2007 and as amended and restated on 11 October 2007 and 3 November 2008, as amended on 30 September 2010 and as amended and restated on 29 November 2010 and 9 June 2011 and as amended and restated on or around the Second 2011 Effective Date (as defined therein) and as this may be further amended, restated, novated and supplemented from time to time

"Rents" means all moneys from time to time due, owing or incurred to the Chargor under the Lease or Leases other than sums due to the Chargor by way of insurance contributions, service charge, payments to sinking funds or any VAT thereon

"Lease" means the lease or leases specified in Part 1 of the Schedule to the Assignment in respect of the Property or any part thereof together with any other documents affecting the Assigned Rights which expression shall extend to and include the whole or any part thereof and any amendment, variation, substitution or extension thereof. The lease specified in Part 1 of the Schedule to the Assignment being the lease between the Chargor (1) and Troy Management Services (George) Limited (2) dated 8 September 2006 and registered in the Land Register of Scotland under Title Number MID94952 on 19 September 2006 as amended by (1) guarantee between the Chargor (1), Troy Management Services (George) Limited (2) and Troy Management Services Limited (3) dated 19 December 2006 and registered in the Land Register of Scotland under Title Number MID94952 on 8 February 2007, (ii) minute of variation of lease between the Chargor (1), Troy Management Services (George) Limited (2) and Troy Management Services Limited (3) dated 19 December 2006 and registered in the Land Register of Scotland under Title Number MID94952 on 8 February 2007, (iii) minute of variation of lease between the Chargor (1) and Troy Management Services (George) Limited (2) dated 22 November 2006 and registered in the Land Register of Scotland under Title Number MID94952 on 20 February 2007, (iv) minute of variation of lease between the Chargor (1), Troy Management Services (George) Limited (2) and Troy Management Services Limited (3) dated 2 and 26 July 2007 and registered in the Land Register of Scotland under Title Number MID94952 on 5 October 2007 and (v) minute of variation of lease between the Chargor (1), Troy Management Services (George) Limited (2) and Principal Hayley Group Limited (3) dated 4 and 5 October 2011 and registered in the Land Register of Scotland under Title Number MID94952 on 21 October 2011

"Property" means ALL and WHOLE the tenant's interest in the lease of premises at The George Hotel, 15-25 George Street, Edinburgh which

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premises are registered in the Land Register of Scotland under Title Number MID78422 between Imperial Tobacco Pension Trustees Limited and Imperial Investments Limited as trustees of the Imperial Tobacco Pension Fund (1) and the Chargor (2) dated on or around the date of the Assignment and which lease is to be registered in the Land Register of Scotland.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 5451630
CHARGE NO. 12**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN ASSIGNATION OF RENTS DATED
22 DECEMBER 2011 AND CREATED BY GEORGE HOTEL
INVESTMENTS LIMITED FOR SECURING ALL MONIES DUE OR
TO BECOME DUE FROM ANY OBLIGOR TO ANY FINANCE
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 9
JANUARY 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13 JANUARY
2012

