

MG01

Particulars of a mortgage or charge



128942/13
IRIS
LASERFORM

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.

MONDAY



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11/01/2010

26

COMPANIES HOUSE

1

Company details

Company number

0 5 6 0 1 7 0 9

Company name in full

Barchester Properties Construction Limited
(the "Company")

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

3 0 1 2 2 0 0 9

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

Mortgage in respect of Hopton and Red Cott (the "Mortgage")

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Amount secured

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

Amount secured

All obligations owing to the Secured Parties by Grove under or pursuant to the Loan Letter, whether present or future, actual or contingent (and whether incurred by Grove alone or jointly, and whether as principal or surety or in some other capacity) together with all costs and expenses which Garnett may incur in enforcing or obtaining or attempting to enforce or obtain payment of any amounts due under Clause 14 (Costs and Expenses) of the Mortgage.

Continuation page

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

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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

Garnett International S.A. ("Garnett")

Address

Vanterpool Plaza, 2nd Floor Wickams Cay I, Road
Town, Tortola, British Virgin Islands

Postcode

Name

Address

Postcode

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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.
2. By way of fixed charge each of the following including all rights of enforcement of the same:
 - 2.1 all fixtures, fittings, plant machinery, manuals and other chattels in respect of the Property and all guarantees and warranties in respect of any of them; and
 - 2.2 all easements, licences and other rights relating to the Property in which the Company has an interest.
3. By way of security assignment each of the following including all rights of enforcement of the same:
 - 3.1 the rents deriving from the Property;
 - 3.2 the proceeds of any disposal of the Property;
 - 3.3 the monies payable to the Company under any insurances relating to the Property; and
 - 3.4 all causes of action and other rights and remedies in connection with the Property which the Company has an interest.

Notes:

1. The Company undertakes to Grove for the duration of the Mortgage that it shall:
 - 1.1 not sell, assign, transfer or otherwise dispose of all or any part of the Charged Property (other than pursuant to the security created under the Grove Mortgage);
 - 1.2 not create, grant or permit to subsist any security interest over all or any of its right, title and interest in the Charged Property (other than pursuant to the security created under the Grove Mortgage);
 - 1.3 not do or permit to be done any act or thing which might jeopardise the rights of Garnett in the Charged Property or which might adversely affect or diminish the value of the Charged Property; and

(Continued)

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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

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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 *Sean Leighton Pinner* CX

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 JPLM/ESTA/22346.18

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

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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

1.4 promptly notify Garnett of any circumstances which give rise, or may reasonably be expected to give rise, to a claim on or under the Charged Property.

2. The Mortgage provides that the Company shall promptly execute all documents and do all things that Garnett may reasonably specify for the purpose of (a) exercising all its rights powers and remedies under the Charge or by law, (b) securing and perfecting its security over or title to all or any part of the Charged Property or (c) facilitating any dealings by Garnett pursuant to the powers granted to Garnett under the Mortgage.

3. The Mortgage contains or incorporates the following definitions:

"Charged Property" means the rights and property expressed to be charged in paragraphs 1 - 3 (above).

"Grove" means Grove Limited of 22 Grenville Street, St Helier, Jersey, JE4 8PX with registered number 74757.

"Grove Mortgage" means the second ranking mortgage over the Charged Property granted by the Company in favour of Grove, dated on or about the date of the Mortgage.

"Lender" means the 'Lenders' from time to time as defined in the Loan Letter being currently: Garnett International S.A., Kenneth Adrian Raymond Wilson, Kirsten Hughes as trustee for The Swan Trust and Francesca Welbore-Ker.

"Loan Letter" means the letter agreement as amended from time to time entered into between, amongst others, Garnett and Grove on or about the date of the Mortgage pursuant to which *inter alia* the Lenders agree to make secured interest-free loans to Grove to help fund the Property Development and the Property Acquisitions.

"Property" means:

(A) Land on the west side of Lowestoft Road, Hopton, Norfolk registered under title number NK306878; and

(B) Red Cott Farm, 95 Booths Hill Road, Lymm, WA13 0EG registered under title number CH577638,

including all:

(A) land, cellars, vaults, underground tunnels, eaves, canopies, structures and the like used or enjoyed in connection with it now or in the future;

(B) buildings, fixtures (including trade fixtures) and fixed plant and machinery and other structures now or in future on it; and

(C) easements, access-rights, rights of way, wayleaves and rights attaching to it.

"Property Acquisitions" means the acquisition of the Property by the Company.

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Please give the short particulars of the property mortgaged or charged.

Short particulars

"**Property Development**" means any property development activities undertaken by the Company, whether in respect of the Property or any other properties.

"**Secured Parties**" means Garnett and each Lender.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 5601709
CHARGE NO. 5**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A MORTGAGE IN RESPECT OF
HOPTON AND RED COTT DATED 30 DECEMBER 2009 AND
CREATED BY BARCHESTER PROPERTIES CONSTRUCTION
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM GROVE TO THE SECURED PARTIES 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 11 JANUARY
2010**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 12 JANUARY
2010**



Companies House
— for the record —



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