

MG01

Particulars of a mortgage or charge



060551/65.

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
company. To do this, please
use form MG01s

THURSDAY



A07 19/01/2012 #384
COMPANIES HOUSE

1	Company details	For official use
Company number	0 5 6 2 2 8 2 1	→ Filling in this form Please complete in typescript or in bold black capitals All fields are mandatory unless specified or indicated by *
Company name in full	SPECTRUM ALPHA GENERAL PARTNER LIMITED	

2	Date of creation of charge
Date of creation	d1 d1 m0 m1 y2 y0 y1 y2

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	Deed of Assignment dated 11 January 2012 between (1) Spectrum Alpha Property Partners Limited Partnership acting by its general partner, Spectrum Alpha General Partner Limited (together, the "Assignor") and (2) Santander UK plc as security trustee for each Group Member ("Lender")(the "Assignment")

4	Amount secured	Continuation page Please use a continuation page if you need to enter more details
Amount secured	Please give us details of the amount secured by the mortgage or charge All moneys and liabilities at the date of the Assignment or thereafter at any time due, owing or incurred by the Assignor to the Group Members (or any of them) when the same become due for payment or discharge whether by acceleration or otherwise, and whether express or implied, present future or contingent, joint or several, incurred as principal or surety, originally owing to the Group Members (or any of them) or purchased or otherwise acquired by them or it, denominated in sterling or in any other currency, or incurred on any bank account or in any other manner whatsoever, together with interest (both before and after judgement) to the date of payment at such rates and on such terms as may from time to time be agreed, commission, fees and other charges and all legal and other costs, charges and expenses on a full and unqualified indemnity basis which may be incurred by the Group Members (or any of them) in relation to any such moneys or liabilities or generally in respect of the Assignor ("Secured Liabilities")	

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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	Santander UK plc									
Address	298 Deansgate									
	Manchester									
Postcode	M	3		4	H	H				
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	<p>1 the Assignor assigns to the Lender (as security trustee for the Group Members) absolutely, as a continuing security for the payment and discharge of the Secured Liabilities, all its rights, title and interest both present and future in and to each Development Agreement</p> <p>2 Negative pledge The Assignor shall not create or permit to subsist any Security over the Assigned Assets</p> <p><u>Definitions</u></p> <p>-Affiliate means in relation to any person, a Subsidiary of that person or a Holding Company of that person or any other Subsidiary of that Holding Company,</p> <p>-Authorisation means an authorisation, consent, approval, resolution, licence, exemption, filing or registration,</p> <p>-Assigned Assets means all the undertaking, property and assets of the Assignor described in paragraph 1 above (Assignment) including any part thereof and any interest therein</p> <p>-Development Agreement means (a) the Building Contract between (1) Spectrum Alpha Property Partners Limited Partnership (acting by its general partner, Spectrum Alpha General Partner Limited) and (2) D W Bevan Limited dated 28 October 2011 and (b) other agreements designated as a Development Agreement by the Lender and the Assignor in writing,</p> <p>-Finance Documents means the documents governing the terms of the Secured Liabilities,</p> <p>-Group means Santander UK plc (registered number 2294747) and its Subsidiaries for the time being,</p> <p>-Group Member means each member of the Group,</p> <p>-Holding Company means in relation to a company or corporation, any other company or corporation in respect of which it is a Subsidiary,</p> <p>-Party means a party to the Assignment and includes its successors in title, permitted assigns and permitted transferees, whether immediate or derivative,</p> <p>-Security means a mortgage, charge, pledge, lien or other security interest securing any obligation of any person or any other agreement or arrangement having a similar effect,</p> <p>-Subsidiary, means a subsidiary undertaking within the meaning of section 1162 of the Companies Act 2006</p>
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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 Hill Dickinson 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 **Mary Bentley**

Company name **Hill Dickinson LLP**

Address **No.1 St Paul's Square**

Post town **Liverpool**

County/Region

Postcode **L 3 9 S J**

Country

DX **14129 Liverpool**

Telephone **+44 (0)151 600 8121**



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



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

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

COMPANY NO. 5622821
CHARGE NO. 15

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT DATED 11
JANUARY 2012 AND CREATED BY SPECTRUM ALPHA
GENERAL PARTNER LIMITED FOR SECURING ALL MONIES
DUE OR TO BECOME DUE FROM THE ASSIGNOR TO THE
GROUP MEMBERS (OR ANY OF THEM) ON ANY ACCOUNT
WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1
PART 25 OF THE COMPANIES ACT 2006 ON THE 19 JANUARY
2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 25 JANUARY
2012



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES