

# M

COMPANIES FORM No. 395 1461051213

## Particulars of a mortgage or charge

# 395

CHFP025

Please do not  
write in  
this margin

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

\*insert full name  
of Company

A fee of £13 is payable to Companies House in respect  
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use

Company number



05946350

Name of company

\* FIRST REGIONAL ESTATES LIMITED

Date of creation of the charge

20 November 2006

Description of the instrument (if any) creating or evidencing the charge (note 2)

Charge Deed ("the Charge")

Amount secured by the mortgage or charge

1. The Principal Sum and all other monies which now are or at any time in the future may be or become due from the Company to Northern Rock plc (the "Bank") and the discharge of all obligation and liabilities whether actual or contingent (including further advances made by the Bank after the date of the charge and secured directly or indirectly by the charge now or afterwards owed by the Company to the Bank whether on any current or other account or otherwise in any manner whatever, (whether alone or jointly and in whatever style, name or form and whether as principal; or surety) and whether originally owing to the Bank or purchased or otherwise acquired by it together with interest to date of payment at such rates and upon such terms as may from time to time be determined by the Bank in accordance with the Charge of the Loan Offer and all commission, fees and other charges and all legal and other costs and expenses (including internal administrative cost) incurred by the Bnk in relation to the Charge in enforcing or seeking to enforce the security created by the Charge on a full indemnity basis; and

Names and addresses of the mortgagees or persons entitled to the charge

Northern Rock plc  
Northern Rock House  
Gosforth, Newcastle Upon Tyne

Postcode NE3 4PL

Presentor's name address and  
reference (if any):

Eversheds LLP  
1 Callaghan Square  
Cardiff  
CF10 5BT

5.HE.H0139

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room



A31  
COMPANIES HOUSE

591  
25/11/2006

Short particulars of all the property mortgaged or charged

The Company with full title guarantee, as a continuing security for the payment of all the Secured Liabilities:

1. Charges to the Bank by way of legal mortgage the Property and all its Fixtures and by way of specific charge all the income from time to time arising or payable to or on behalf of the Company in relation to the Property and the proceeds of any Disposal in respect of the Property and all deeds and documents from time to time relating to the same and all Insurance and Compensation Monies;
2. Assigns to the Bank the Related Rights;
3. Charges to the Bank by way of fixed charge the equipment and goods listed in the Charge (if any) and all other fixtures, fittings, plant and machinery which may from time to time be erected on or affixed to the Property;
4. Charges to the Bank by way of floating charge all other moveable plant, machinery, implements, building materials of all kinds, utensils, furniture and equipment now or from time to time placed on or used in or about the Property and belonging to the Company;

Particulars as to commission allowance or discount (note 3)

Signed



Date 24/11/00

On behalf of ~~[company]~~ [mortgagee/chargee] †

Please do not write in this margin

**Please complete legibly, preferably in black type, or bold block lettering**

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the Registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
  - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

COMPANIES FORM No. 395 (Cont.)

**Particulars of a mortgage or charge  
(continued)**

Continuation sheet No 1

Company Number

05946350

Name of Company

FIRST REGIONAL ESTATES LIMITED (the "Company")

Amount secured by the mortgage or charge (continued)

2. commission, interest, fees and charges to date of payment (as well as before any demand or judgement) at the rates and upon the terms from time to time agreed between the Company and the Bank or, if there is no such agreement, determined by the Bank in accordance with the charge or the Loan Offer and such interest shall be compounded in the event of it not being punctually paid in accordance with the usual practice of the Bank but without the prejudice to the right of the Bank to require payment of such interest when due (the "Secured Liabilities")

**Particulars of a mortgage or charge  
(continued)**

Continuation sheet No 2

Company Number

05946350

Name of Company

FIRST REGIONAL ESTATES LIMITED

Short particulars of all the property mortgaged or charged (continued)

5. charges to the Bank by way of floating charge the undertaking and all other property assets and rights of the Company whatsoever and wheresoever both present and future (including but not limited to the Property and assets referred to in clauses 1, 2 and 3 above and the stock-in trade of the Company;

6. assigns to the Bank the goodwill and the Intellectual Property.

7. The lender shall be entitled at any time by notice in writing to the Company to convert any of the floating charges into fixed charges as regards any assets specified in the notice.

During the continuance of the security the Company will not create or allow any Security Interest over the Property.

In this form, the following terms shall have the following meaning:

**"Business"** means each and every business from time to time carried on by the Company whether from the Property or elsewhere;

**"Disposal"** includes any charge, sale (whether subject to the Charge or otherwise), lease, sub-lease, assignment or transfer, or any agreement to enter into any of the foregoing the grant of an option or similar right, the creation of a trust or other equitable interest in favour of a third party and a sharing or parting with possession or occupation whether by way of licence or otherwise and **"Dispose"** and **"Disposition"** shall be construed accordingly;

**"Fixtures"** in relation to any freehold or leasehold property charged by the Charge means all fixtures and fittings from time to time attached to the Property but excluding, where the Company is not a body corporate, trade fixtures and fittings;  
(please see continuation sheet 3)

**Particulars of a mortgage or charge  
(continued)**

Continuation sheet No 3

Company Number

05946350

Name of Company

FIRST REGIONAL ESTATES LIMITED (the "Company")

**Short particulars of all the property mortgaged or charged (continued)**

**"Goodwill"** means the goodwill of the Company in the Business together with the benefit of all Authorisations which the Borrower may hold in connection with any Business;

**"Insurance and Compensation Monies"** means the monies due and owing at any time under the insurance policies or compensation arrangements referred to in the Charge;

**"Intellectual Property"** means all present and future patents, patent applications, inventions, trade marks, trade mark applications, brand and trade names, registered designs and applications for such designs, design rights, copyrights and rights in the nature of copyright, computer programmes, know how and trade secrets, and all licences and sub-licences now or herein granted to or by the Company in respect of any rights of the above nature and all other intellectual property rights and ancillary rights and benefits including all royalties fees and other income deriving from the same both present and future in relation to and for the benefit of the Business or in which the Company may have an interest and the benefit of all present and future agreements entered into or the benefit of which is enjoyed by the Company relating to the use of exploitation of rights of such nature whether owned by the Company or others;

**"Loan Offer"** means any offer in writing whereby the Bank offers to advance the Principal Sum to the Company.

**"Principal Sum"** means any sum advanced by the Bank to the Company and includes any further advance or readvance to the Company;

**"Property"** means land lying to the west of Walnut Tree Close, Guildford registered at HM Land Registry under title number SY625117 together with all buildings thereon and all Fixtures subject to and with the benefit of all rights, easements, covenants, restrictions, stipulations, agreements, declarations and other matters affecting and/or benefiting the same and includes every part of the same.

(please see continuation sheet 4)

COMPANIES FORM No. 395 (Cont.)

**Particulars of a mortgage or charge  
(continued)**

Continuation sheet No 4

Company Number

05946350

Name of Company

FIRST REGIONAL ESTATES LIMITED (the "Company")

Short particulars of all the property mortgaged or charged (continued)

**"Related Rights"** means any option to purchase the freehold or superior leasehold, or to obtain a new lease, of the Property, any guarantees relating to the Property, any share or membership rights in a residents' association or management company relating to the Property any other benefit of right of any kind relating to the Property its construction use of title.

**"Security Interest"** means any mortgage, charge, pledge, lien, rights of set off, guarantee or surety assurance, or any other security whatsoever.

COMPANIES FORM No. 395 (Cont.)

**Particulars of a mortgage or charge  
(continued)**

Continuation sheet No 5

Company Number

Name of Company

Short particulars of all the property mortgaged or charged (continued)

COMPANIES FORM No. 395 (Cont.)

**Particulars of a mortgage or charge  
(continued)**

Continuation sheet No 6

Company Number

Name of Company

Short particulars of all the property mortgaged or charged (continued)



COMPANIES FORM No. 395 (Cont.)

**Particulars of a mortgage or charge  
(continued)**

Continuation sheet No 7

Company Number

Name of Company

Short particulars of all the property mortgaged or charged (continued)

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 05946350

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE DEED DATED THE 20th NOVEMBER 2006 AND CREATED BY FIRST REGIONAL ESTATES LTD FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NORTHERN ROCK PLC ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th NOVEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 29th NOVEMBER 2006.

*18*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —