

MR01

Particulars of a charge

190153/299



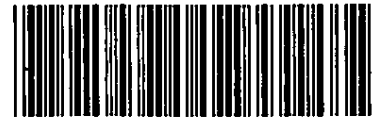
A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling
Please go to www.companies.gov.uk

☒ **What this form is for**
You may use this form to register
a charge created or evidenced by
an instrument

☐ **What this form is NOT for**
You may not use this form to
register a charge where the
instrument Use form MR08

SATURDAY



A07 15/02/2014 #76
COMPANIES HOUSE

This form **must be delivered to the Registrar for registration within 21 days** beginning with the day after the date of creation of the charge. If delivered outside of the 21 days it will be rejected unless it is accompanied by a court order extending the time for delivery

☒ You **must** enclose a certified copy of the instrument with this form. This will be scanned and placed on the public record

1 Company details

Company number 0 6 0 1 3 5 9 1

Company name in full CHELTENHAM HOTEL LIMITED

3 For official use

→ **Filing in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Charge creation date

Charge creation date d1 d2 m0 m2 y2 y0 y1 y4

3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees
entitled to the charge

Name ACCOR UK BUSINESS & LEISURE HOTELS LIMITED
1 SHORTLANDS, HAMMERSMITH, LONDON W6 8DR

Name

Name

Name

If there are more than four names, please supply any four of these names then
tick the statement below

☐ I confirm that there are more than four persons, security agents or
trustees entitled to the charge

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Description

Please give a short description of any land (including buildings), ship, aircraft or intellectual property registered (or required to be registered) in the UK which is subject to this fixed charge or fixed security

Continuation page

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

Description

Queen's Hotel, The Promenade, Cheltenham, Gloucestershire registered at the Land Registry under Title Numbers GR154133, GR183974 and GR238164

5

Fixed charge or fixed security

Does the instrument include a fixed charge or fixed security over any tangible or intangible (or in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box

☒ Yes

☐ No

6

Floating charge

Is the instrument expressed to contain a floating charge? Please tick the appropriate box

☐ Yes Continue

☒ No Go to **Section 7**

Is the floating charge expressed to cover all the property and undertaking of the company?

☐ Yes

7

Negative Pledge

Do any of the terms of the charge prohibit or restrict the chargor from creating any further security that will rank equally with or ahead of the charge? Please tick the appropriate box

☒ Yes

☐ No

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Trustee statement ①

You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge

☐

① This statement may be filed after the registration of the charge (use form MR06)

9

Signature

Please sign the form here

Signature

Signature

X

Frank Martin LLP

X

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

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Particulars of a charge

**Presenter information**

We will send the certificate to the address entered below. All details given here will be available on the public record. You do not have to show any details here but, if none are given, we will send the certificate to the company's Registered Office address.

Contact name Simon Gibbs

Company name Pinsent Masons LLP

Address 30 Crown Place

Post town London

County/Region

Postcode E C 2 A 4 E S

Country

DX 157620 Broadgate 3

Telephone 020 7418 8296

**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 a certified copy of the instrument with this form
- ☐ You have entered the date on which the charge was created
- ☐ You have shown the names of persons entitled to the charge
- ☐ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☐ You have given a description in Section 4, if appropriate
- ☐ You have signed the form
- ☐ You have enclosed the correct fee
- ☐ Please do not send the original instrument, it must be a certified copy

**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 filed on paper.

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



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 6013591

Charge code: 0601 3591 0003

The Registrar of Companies for England and Wales hereby certifies that a charge dated 12th February 2014 and created by CHELTENHAM HOTEL LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 15th February 2014

DA

Given at Companies House, Cardiff on 18th February 2014



Companies House



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

DATED 12 February 2014

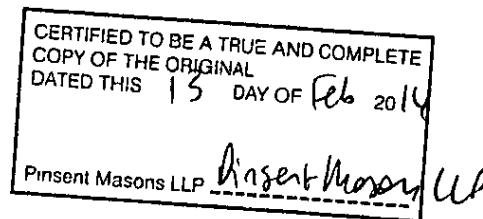
(1) CHELTENHAM HOTEL LIMITED
(AS CHARGOR)

(2) ACCOR UK BUSINESS & LEISURE HOTELS LIMITED
(AS CHARGEES)

SUPPLEMENTAL LEGAL CHARGE

relating to a

DEBENTURE DATED 31 DECEMBER 2013



THIS SUPPLEMENTAL LEGAL CHARGE IS SUBJECT TO THE TERMS OF A SUBORDINATION DEED DATED 31 DECEMBER 2013 BETWEEN AMONG OTHERS THE CHARGOR, THE CHARGEES AND BANK OF SCOTLAND PLC PURSUANT TO WHICH THIS SUPPLEMENTAL LEGAL CHARGE IS DESIGNATED AS A SUBORDINATED SECURITY DOCUMENT



Pinsent Masons

THIS DEED is made on 12 February

2014

BETWEEN -

- (1) **CHELTENHAM HOTEL LIMITED** (Company number 6013591) whose registered office is at Premier House, 44-48 Dover Street, London, W1S 4NX (the "Chargor") and
- (2) **ACCOR UK BUSINESS & LEISURE HOTELS LIMITED** whose registered office is at 1 Shortlands, Hammersmith, London W6 8DR (the "Chargee")

WHEREAS

- (A) By the Debenture the Chargor created fixed and floating charges over all of its property, assets and undertaking as security for the Secured Liabilities (as defined in the Debenture)
- (B) In accordance with the Debenture, the Chargor has agreed to grant a supplemental legal charge over the Property in favour of the Chargee on the terms of this Supplemental Legal Charge

IT IS AGREED as follows.

1 **INTERPRETATION**

1.1 Definitions

In this deed

"**Debenture**" means the debenture dated 31 December 2013 and made by the Chargor in favour of the Chargee as the same may be amended and restated or modified or supplemented from time to time and any documents which are ancillary, supplemental or referred to therein, and

"**Property**" means the property specified in Schedule 1 to this deed

"**Subordination Deed**" means the subordination deed 31 December 2013 between the Chargee, the Chargor and Bank of Scotland plc

1.2 Interpretation

Unless otherwise defined in this deed, words, expressions and the principles of construction used in the Debenture shall have the same meaning and effect in this deed

2 **DESIGNATION**

2.1 The Chargor enters into this deed pursuant to Clause 6 (*Further Assurance*) of the Debenture

2.2 This deed is supplemental to the Debenture and is designated a Finance Document

2.3 Prior to the Senior Discharge Date, the terms of this deed shall be subject to the terms of the Subordination Deed and in the case of any inconsistency between this Deed, the Debenture and the Subordination Deed, the Subordination Deed shall prevail

2.4 For the purposes of Section 2 of the Law of Property (Miscellaneous Provisions) Act 1989, the terms of any Finance Document to which the Chargee and the Chargor are

parties (other than this Supplemental Legal Charge) are incorporated in this Supplemental Legal Charge

3 COVENANT TO PAY

The Chargor hereby covenants that it will on demand pay to the Chargee all or any of the Secured Liabilities when due

4 SECURITY

4 1 As continuing security for the payment and discharge of the Secured Liabilities, without prejudice to the terms of the Debenture and all rights and interests arising under or pursuant thereto, the Chargor with full title guarantee charges to the Chargee

4 1 1 by way of legal mortgage all of its right, title and interest from time to time in the Property and the Land thereon, and

4 1 2 by way of fixed charge all other interests in the Property to the extent not effectively charged by Clause 4 1 1

5 APPLICATION TO THE LAND REGISTRY

The Chargor and the Chargee apply to the Land Registry for a restriction in the following terms to be entered into on the register of the title to the Property

"No disposition of the registered estate by the proprietor of the registered estate or by the proprietor of any registered charge, not being a charge registered before the entry of this restriction, is to be registered without a written consent signed by the proprietor for the time being of the charge dated [] in favour of the Chargee referred to in the charges register (Form P)"

6 INCORPORATION OF DEBENTURE

The provisions of the Debenture shall apply to and be deemed to be incorporated in this deed as if set out herein in full, *mutatis mutandis*, except that references to "this Debenture" shall be construed as references to this Supplemental Legal Charge and references to the "Charged Property" shall be construed as references to the Property

7 MISCELLANEOUS PROVISIONS

7 1 This deed does not confer any rights on any person or party (other than the parties to this deed) under the Contracts (Rights of Third Parties) Act 1999

7 2 This deed and any obligations arising in relation to it (including any non-contractual obligations) shall be governed by and construed in accordance with the laws of England and Wales and the parties submit to the exclusive jurisdiction of the courts of England and Wales in relation to any dispute or claim arising out of or in connection with this deed (including any non-contractual obligations arising in relation to it)

7 3 This deed may be executed in any number of counterparts and by each of the parties on separate counterparts each of which when executed and delivered shall be deemed to be an original, but all the counterparts together shall constitute one and the same deed

EXECUTED AS A DEED and delivered on the date at the beginning of this deed

SCHEDULE 1

The Property

Property Address	Title Number
Queen's Hotel, The Promenade, Cheltenham, Gloucestershire	GR154133, GR183974, GR238164

The Chargor

EXECUTED as a Deed
by CHELTENHAM HOTEL LIMITED acting by
one director in the presence of
a witness

)
)
) *See Mr*
)
)
)

Director STEVEN HALL

Witness *Clare Palmer*

Name CLARE PALMER

Address PINSENT MASON'S,
30 CROWN PLACE

Occupation *Freance Solinto*

The Chargee

EXECUTED as a Deed
by ACCOR UK BUSINESS & LEISURE
HOTELS LIMITED acting by one director in
the presence of a witness

)
)
) *Jon* X
)
)
)
Director JONATHAN SHERARD

Witness

Name *Jean Schmitt*

Address 245 HAMMERSMITH
ROAD LONDON W6 8PN

Occupation COMPANY SECRETARY