

# M

CHFP041

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legibly, preferably  
in black type or  
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lettering

\* Insert full name  
of company

COMPANIES FORM No. 395

## Particulars of a mortgage or charge

# 395

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

COMPANIES HOUSE  
FEE PAID



06331315

Name of company

\*Catesby Regeneration Limited (the Company)

Date of creation of the charge

28 October 2008

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

Supplemental Debenture (the Charge)

Amount secured by the mortgage or charge

The Secured Liabilities

Please see Paper Apart 1 for definitions.

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

Bank of Scotland plc (for itself and as security trustee for the Secured  
Finance Parties) having its registered office at The Mound, Edinburgh  
(the Security Trustee)

Postcode EH1 1YZ

Presenter's name, address and  
reference (if any)

Dundas & Wilson CS LLP  
Saltire Court  
20 Castle Terrace  
Edinburgh EH1 2EN

Time critical reference

EMacM/AZS/BOS001 4165

For official use (02/2006)  
Mortgage Section

Post room

THURSDAY



\*SRP904EN\*

SCT

30/10/2008

532

COMPANIES HOUSE

COM395/1

Short particulars of all the property mortgaged or charged

Please see Paper Apart 2

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in black type or  
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lettering*

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

Particulars as to commission allowance or discount (note 3)

N/A

Signed

Date 30 October 2008

On behalf of ~~[company]~~ ~~[mortgagee/chargee]~~ <sup>†</sup>

<sup>†</sup> 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 are to be made payable to **Companies House**
- 6 The address of the Registrar of Companies is - Companies House, Crown Way, Cardiff CF4 3UZ

**This is Paper Apart 1 referred to in the foregoing Form 395 relating to a Supplemental Debenture by Catesby Regeneration Limited in favour of Bank of Scotland plc dated 28 October 2008.**

**Debenture** means the debenture dated 7 January 2008 between the Company, the Chargors and the Security Trustee for and on behalf of the Secured Finance Parties.

**Chargors** means the Company together with those entities listed in Schedule 1 of the Charge. Each being a **Chargor**

**Mortgaged Property** means all that freehold land (1) known as land at rear of 32 Vauxhall Grove, Vauxhall, London and registered in the Land Registry with title number SGL383372, (2) known as Grove Lane, Vauxhall, London and registered in the Land Registry with title number TGL98193, and (3) known as 1 Langley Lane, Vauxhall, London and registered in the Land Registry with title number SGL222919

**Fixtures** means in relation to any freehold or leasehold property charged by or pursuant to the Debenture all fixtures and fittings (including trade fixtures and fittings other than occupational tenants' fixtures and fittings) and fixed plant and machinery from time to time thereon, the property wherein is vested in any Chargor

**Secured Liabilities** means in respect of each Chargor, all of their present and future obligations and liabilities to the Security Trustee and each of the Secured Finance Parties under the Debenture, the Senior Facility Agreement and each other Secured Finance Document, whether actual, contingent, sole, joint and/or several or otherwise, including without limitation, all obligations to indemnify the Security Trustee and each of the other Secured Finance Parties and including, for the avoidance of doubt, any liability arising from any and all amendments, supplements or reinstatements of any Senior Facility Agreement from time to time including (without limitation) any and all increases in the Facility from time to time and/or any increases from time to time in any liabilities in respect of any further advances provided in respect of any other Secured Finance Document.

**Secured Finance Parties** has the meaning given to it in the Intercreditor Agreement

**Senior Facility Agreement** has the meaning given to it in the Intercreditor Agreement

**Secured Finance Document** has the meaning given to it in the Intercreditor Agreement

**Facility** has the meaning given to it in the Senior Facility Agreement.

**Intercreditor Agreement** means the intercreditor agreement dated on or about the date of the Debenture and made between, amongst others, the Secured Finance Parties and the Company

**This is Paper Apart 2 referred to in the foregoing Form 395 relating to a Supplemental Debenture by Catesby Regeneration Limited in favour of Bank of Scotland plc dated 28 October 2008.**

Each Chargor with full title guarantee, charges in favour of the Security Trustee as continuing security for the payment of all Secured Liabilities (whether of that or any other Chargor) by way of first legal mortgage, all of its estate and interest in and to the Mortgaged Property together with all buildings and Fixtures thereon, the proceeds of sale of all or any part thereof and the benefit of any covenants for title given or entered into by any predecessor in title and any moneys paid or payable in respect of such covenants



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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. 6331315  
CHARGE NO. 3

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A SUPPLEMENTAL DEBENTURE  
DATED 28 OCTOBER 2008 AND CREATED BY CATESBY  
REGENERATION LIMITED FOR SECURING ALL MONIES DUE  
OR TO BECOME DUE FROM THE COMPANY TO BANK OF  
SCOTLAND PLC (FOR ITSELF AND AS SECURITY TRUSTEE FOR  
THE SECURED FINANCE PARTIES) 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 30 OCTOBER 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4 NOVEMBER  
2008



Companies House  
— for the record —

*P. Mel*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES