

110196113

In accordance with
Sections 859A and
859J of the Companies
Act 2006

MR01

Particulars of a charge



Companies House

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

You can use the WebFiling service to file this form online
Please go to www.companieshouse.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
register a charge
instrument Use 1

This form must be delivered to the Registrar for registration
21 days beginning with the day after the date of creation
delivered outside of the 21 days it will be rejected unless it
court order extending the time for delivery



You must enclose a certified copy of the instrument with this
scanned and placed on the public record

MONDAY
WE

RCS *R2LDKLH6* #160
18/11/2013
COMPANIES HOUSE
LD2 *L2L1WMSU* #27
13/11/2013
COMPANIES HOUSE

. please
gov.uk

1 Company details

Company number 0 6 5 9 0 2 9 9

Company name in full David Lloyd Leisure Properties No 4 Limited

7

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 0 1 1 1 2 0 1 3

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 Trimont Real Estate Advisors B V , De Wel 14-16, 3871 M V
Hoevenaken, the Netherlands (the "Security Agent")

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

MR01

Particulars of a 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

The freehold and/or leasehold property specified in Schedule 2 (Mortgaged Property) to the Legal Charge and any present or future freehold or leasehold or immoveable property and any other interest in land or buildings and all rights relating thereto in which the Chargor has an interest

"Legal Charge" means the charging instrument dated 1 November 2013 to which this form relates

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**

MR01

Particulars of a charge

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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)

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Signature

Please sign the form here

Signature

Signature

X

Clifford Arance LLP

X

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

MR01

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 **E Carr-Fanning (70-40555822)**

Company name **Clifford Chance LLP**

Address **10 Upper Bank Street**

Post town **London**

County/Region

Postcode **E 1 4 5 J J**

Country **United Kingdom**

DX **149120 Canary Wharf 3**

Telephone **020 7006 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 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

PROFORMA

Company Number 06590299
Company Name David Lloyd Leisure Properties No. 4 Limited
Contact Name/ Organisation E Carr-Fanning / Clifford Chance LLP
Address 10 Upper Bank St, London E14 5JJ

The following details will need to be added to, amended or deleted from the Form MR01/LLMR01/MR08/LLMR08

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

- ☐ Company /LLP number
- ☐ Company/LLP name
- ☐ Date of creation of charge
- ☐ Persons entitled to the charge
- ☒ Description of property
- ☐ Fixed charge tick box (applies only to MR01/LLMR01)
- ☐ Floating charge tick box (applies only to MR01/LLMR01)
- ☐ Negative pledge tick box (applies only to MR01/LLMR01)
- ☐ Nature of the charge
(applies only to MR08/LL MR08)
- ☐ Obligations secured by the charge
(applies only to MR08/LL MR08)

- **The following details will need to be added to, amended or deleted from the Form MR02/LLMR02/MR09/LLMR09**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

- ☐ Company /LLP number
- ☐ Company/LLP name
- ☐ Date of creation of charge
- ☐ Date that property or undertaking was acquired

- ☐ Persons entitled to the charge
- ☐ Description of property.
- ☐ Fixed charge tick box (applies only to MR02/LLMR02)
- ☐ Floating charge tick box (applies only to MR02/LLMR02)
- ☐ Negative pledge tick box (applies only to MR02/LLMR02)
- ☐ Nature of the charge
(applies only to MR09/LL MR09)
- ☐ Obligations secured by the charge
(applies only to MR09/LL MR09)

- **The following details will need to be added to, amended or deleted from the Form MR03/MR10/LLMR03/LLMR10**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

- ☐ Company /LLP number
- ☐ Company/LLP name
- ☐ Date of creation of charge
- ☐ Date of resolution or determination
- ☐ Date of covering instrument
- ☐ Names of trustees for debenture holders
- ☐ Description of property.
- ☐ Fixed charge tick box (applies only to MR03/LLMR03)
- ☐ Floating charge tick box (applies only to MR03/LLMR03)
- ☐ Negative pledge tick box (applies only to MR03/LLMR03)
- ☐ Nature of the charge
(applies only to MR10/LL MR10)
- ☐ Obligations secured by the charge
(applies only to MR10/LL MR10)

Please give the instructions in the box below)

The current text in box 4 ("Description of Property") of the MR01 form relating to the above named company and to the Legal Charge dated 1 November 2013 should be deleted and replaced with the following:

"Riverside Road, Pride Park, Derby, DE24 8HY. Title number DY295258.

1 Thames Valley Park Drive, Thames Valley Business Park, Reading, Berkshire, RG6 1PT. Title number BK369613.

Baugh Road, Sidcup, Kent, DA14 5ED. Title number SGL50073.

Latham Road, Blunsdon, Swindon, SN25 4DL. Title number WT250535.

Festival Leisure Park, Pipp's Hill Road, South Basildon SS14 3DG. EX635676.

Ipswich Road, Roath, Cardiff, CF23 9AQ. Title number WA746227.

Stanney Lane, Ellesmere Port CH65 9JN. Title number CH391638.

Burton Waters, Woodcock Lane, Lincoln, Lincolnshire LN1 2BE. Title number LL170454.

Royal Crescent Cheadle, Royal Cheadle, Cheshire SK8 3FL. Title number GM713557.

Livingstone Drive, Newlands, Milton Keynes, Buckinghamshire MK15 0DL. Title number BM220880.

Baugh Road, Sidcup, Kent, DA14 5ED. Title number SGL710431."



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 6590299

Charge code: 0659 0299 0007

The Registrar of Companies for England and Wales hereby certifies that a charge dated 1st November 2013 and created by DAVID LLOYD LEISURE PROPERTIES NO 4 LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 18th November 2013.

DX

Given at Companies House, Cardiff on 19th November 2013



Companies House



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

**C L I F F O R D
C H A N C E**

CLIFFORD CHANCE LLP

EXECUTION VERSION

DATED 1 NOVEMBER 2013

THE PERSONS LISTED IN SCHEDULE 1
AS CHARGORS

IN FAVOUR OF

TRIMONT REAL ESTATE ADVISORS B.V
AS THE SECURITY AGENT

LEGAL CHARGE
RELATING TO THE PROPERTIES LISTED IN SCHEDULE 2

We hereby certify this to be a true copy of the original

Signed Clifford Chance

Clifford Chance LLP
10 Upper Bank St
London E14 5JJ

11 November 2013

THIS CHARGE is made by way of deed on 1 November 2013 by

- (1) **THE PERSONS** listed in Schedule 1 (*Chargors*) (each a "**Chargor**") in favour of
- (1) **TRIMONT REAL ESTATE ADVISORS B.V.** as trustee for itself and each of the other Secured Parties (the "**Security Agent**")

THIS DEED WITNESSES as follows:

1 LEGAL CHARGE

Each **Chargor** charges with full title guarantee in favour of the **Security Agent** (as trustee for itself and the other Secured Parties), for the payment and discharge of the Secured Obligations, by way of first legal mortgage, the freehold and leasehold property specified against its name in Schedule 2 (*Mortgaged Property*) (the "**Mortgaged Property**"), but subject in respect of the property at Frogmore Lane, Nursling, Southampton, Hampshire registered at the Land Registry, with title number HP602381 to the registered charge dated 20 June 2001 in favour of Southampton City Council, for so long as the same is subsisting

2. IMPLIED COVENANTS FOR TITLE

The covenants set out in Sections 3(1), 3(2) and 6(2) of the Law of Property (Miscellaneous Provisions) Act 1994 will not extend to Clause 1 (*Legal charge*).

Except as disclosed in any Report, any certificate of title or report on title which is delivered to a Secured Party, it shall be implied in respect of Clause 1 (*Legal charge*) that each **Chargor** is disposing of the **Mortgaged Property** free from all charges and incumbrances (whether monetary or not) and from all other rights exercisable by third parties (including liabilities imposed and rights conferred by or under any enactment).

3 APPLICATION TO THE LAND REGISTRY

Each **Chargor** consents to an application being made to the Land Registry to enter the following restriction in the Proprietorship Register of any registered land forming part of the **Mortgaged 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 Trimont Real Estate Advisors B.V. referred to in the charges register or their conveyancer "

4 RESTRICTIONS ON DEALINGS

Except where agreed in writing by the **Security Agent** or to the extent permitted under the Facility Agreement, no **Chargor** will at any time during the Security Period create or permit to subsist any Security over all or any part of the **Mortgaged Property** or dispose of or otherwise deal with any part of the **Mortgaged Property**

5 FURTHER LOANS

Subject to the terms of the Facility Agreement, each Lender is under an obligation to make further Loans to each Chargor and that obligation will be deemed to be incorporated in this Legal Charge as if set out in this Legal Charge. Each Chargor consents to an application being made to the Land Registry to enter the obligation to make further Loans on the Charges Register relating to the Mortgaged Property.

6 GOVERNING LAW

This Legal Charge and all non-contractual obligations arising out of or in connection with it are governed by English law.

THIS CHARGE has been executed as, and is intended to take effect as, a deed by each Chargor and has been signed by Security Agent on the date written on the first page of this Legal Charge.

**SCHEDULE 1
THE CHARGORS**

No.	Name	Jurisdiction	Company Number
1	David Lloyd Leisure Properties No 1 Limited	England and Wales	06326072
2	David Lloyd Leisure Properties No 2 Limited	England and Wales	06590073
3	David Lloyd Leisure Properties No 3 Limited	England and Wales	06590088
4	David Lloyd Leisure Properties No 4 Limited	England and Wales	06590299
5	David Lloyd Leisure Limited	England and Wales	01516226
6	David Lloyd Leisure Farnham Limited	England and Wales	07278805
7	Harbour Club Operations Limited	England and Wales	03895092
8	Markson Tennis and Leisure Centers Limited	England and Wales	02463017

SCHEDULE 2
MORTGAGED PROPERTY

No.	Chargor Name	Property Description	Title Number
1	David Lloyd Leisure Properties No 1 Limited	Shady Lane, Great Barr, Birmingham, B44 9ER	WM617444
2	David Lloyd Leisure Properties No 1 Limited	Chorley Street, Bolton, BA1 4AL	GM779890
3	David Lloyd Leisure Properties No 1 Limited	Southall Lane, Hounslow, Middlesex, TW5 9PE	AGL40239
4	David Lloyd Leisure Properties No 1 Limited	Southall Lane, Hounslow, Middlesex, TW5 9PE	NGL479594
5	David Lloyd Leisure Properties No 1 Limited	Tees Barrage Way, Thornaby, Stockton-on-Tees, Cleveland, TS17 6QA	CE144164
6	David Lloyd Leisure Properties No 1 Limited	Cromwell Avenue South, Great Sankey, Warrington, Cheshire, WA5 1HH	CH344386
7	David Lloyd Leisure Properties No 1 Limited	Oxford Business Park, North Garsington Road, Cowley, Oxford, OX4 2JY	ON240728
8	David Lloyd Leisure Properties No 2 Limited	Central Boiler House, Horton Lane, Epsom, Surrey, KT19 8PL	SY702287
9	David Lloyd Leisure Properties No 2 Limited	Tongue Lane, Moortown, Leeds, West Yorkshire, LS6 4QW	WYK663425
10	David Lloyd Leisure Properties No 2 Limited	Rugby Road, West Bndgford, Nottingham, Nottinghamshire, NG2 7HX	NT314316
11	David Lloyd Leisure Properties No 2 Limited	Snakes Lane, Southend on Sea, Essex, SS2 6XT	EX590106
12	David Lloyd Leisure Properties No 2 Limited	Brooklands Road, Weybridge, Surrey, KT13 0BD	SY602062
13	David Lloyd Leisure Properties No 2 Limited	Romany Road, Worthing, BN13 3DL	WSX279511
14	David Lloyd Leisure Properties No 3 Limited	Ashton Road, Bristol, BS3 2HB	AV247481 AV240049
15	David Lloyd Leisure Properties No 3 Limited	Arbour Lane, Liverpool, L33 7ET	MS398960
16	David Lloyd Leisure Properties No 3 Limited	Aspley Lane, Nottingham, Nottinghamshire, NG8 5AR	NT328334
17	David Lloyd Leisure Properties No 3 Limited	242 Christchurch Road, Ringwood, Hampshire, BH24 3AS	HP246952 HP246951 HP201483 HP229928
18	David Lloyd Leisure Properties No 3 Limited	247 Cranmore Boulevard, Shirley, Solihull, West Midlands, B90 4ZL	WM662691
19	David Lloyd Leisure Properties No 4 Limited	Riverside Road, Pride Park, Derby, DE24 8HY	DY295258
20	David Lloyd Leisure Properties No 4 Limited	1 Thames Valley Park Drive, Thames Valley Business Park, Reading, Berkshire, RG6 1PT	BK369613
21	David Lloyd Leisure Properties No 4 Limited	Baugh Road, Sidcup, Kent, DA14 5ED	SGL50073
22	David Lloyd Leisure Properties No 4 Limited	Latham Road, Blunsdon, Swindon, SN25 4DL	WT250535
23	Harbour Club Operations Limited	Land on the south side of the Harbour Club, Townmead Road, London	BGL69380 BGL69377

24	David Lloyd Leisure Farnham Limited	Monkton Lane, Farnham GU9 9ND	SY800385
25	David Lloyd Leisure Limited	Sandy Park Way, Exeter EX2 7JW	DN608433
26	David Lloyd Leisure Limited	Point West, 116 Cromwell Road, Kensington, London SW7 4XR	BGL27282
27	David Lloyd Leisure Limited	Warnors Way, Hindlip, Worcester WR3 8ZE	WR145186
28	David Lloyd Leisure Properties No 1 Limited	David Lloyd Leisure, Gibraltar Road, Kingswood Retail Park, Kingston upon Hull, East Yorkshire HU7 3DB	HS271339
29	David Lloyd Leisure Properties No 2 Limited	Roding Lane, Buckhurst Hill, Chigwell IG9 6BJ	EX457448 (Car park lease)
30	David Lloyd Leisure Properties No 2 Limited	Leisure Way, High Road, Finchley, London N12 0QZ	AGL71884 (Club lease)
31	David Lloyd Leisure Properties No 2 Limited	Leisure Way, High Road, Finchley, London N12 0QZ	NGL696850 (Car park lease)
32	David Lloyd Leisure Properties No 2 Limited	21 Kings Hill Avenue, Kings Hill, West Malling, Kent ME19 4UA	K889084
33	David Lloyd Leisure Properties No 2 Limited	Bushey Road, Raynes Park, London SW20 8DE	SGL676233
34	David Lloyd Leisure Properties No 2 Limited	Westfield Avenue, Old Woking, Woking GU22 9PF	SY706821
35	David Lloyd Leisure Properties No 3 Limited	Carterhatch Lane, Enfield, Middlesex EN1 4LF	EGL331055
36	David Lloyd Leisure Properties No 3 Limited	6 The Aerodrome, Liverpool L24 8QD	MS410434
37	David Lloyd Leisure Properties No 3 Limited	Castle Farm Road, South Gosforth, Newcastle NE3 1SN	TY287333
38	David Lloyd Leisure Properties No 3 Limited	Off Brownhill Way, Frogmore Lane, Nursling, Southampton, Hampshire SO19 0XS	HP602381
39	David Lloyd Leisure Properties No 4 Limited	Festival Leisure Park, Pippys Hill Road, South Basildon SS14 3DG	EX635676
40	David Lloyd Leisure Properties No 4 Limited	Ipswich Road, Roath, Cardiff CF23 9AQ	WA746227
41	David Lloyd Leisure Properties No 4 Limited	Stanney Lane, Ellesmere Port CH65 9JN	CH391638
42	David Lloyd Leisure Properties No 4 Limited	Burton Waters, Woodcock Lane, Lincoln, Lincolnshire LN1 2BE	LL170454
43	David Lloyd Leisure Properties No 4 Limited	Royal Crescent Cheadle, Royal Cheadle, Cheshire SK8 3FL	GM713557
44	David Lloyd Leisure Properties No 4 Limited	Livingstone Drive, Newlands, Milton Keynes, Buckinghamshire MK15 0DL	BM220880
45	David Lloyd Leisure Properties No 4 Limited	Baugh Road, Sidcup, Kent, DA14 5ED	SGL710431
46	Markson Tennis and Leisure Centres Limited	5 and 7 Broadwater Way, Hampden Park, Eastbourne BN22 9NZ	ESX120704
47	Markson Tennis and Leisure Centres Limited	Land on east side of 5 Broadwater Way, Hampden Park, Eastbourne BN22 9NZ	ESX287413

EXECUTION PAGE

Chargors

EXECUTED AS A DEED by)
DAVID LLOYD LEISURE PROPERTIES)
NO. 1 LIMITED

L U D

Director

Name SCOTT LLOYD

in the presence of

Richard Kivell

Signature of witness

RICHARD KIVELL

Name of witness

SIMPSON MANNER & BARTLETT LLP

Address of witness

CITYPOINT, ONE ROPEMAKER STREET,

LONDON, EC2Y 9NU

EXECUTED AS A DEED by)
DAVID LLOYD LEISURE PROPERTIES)
NO. 2 LIMITED

L U D

Director

Name SCOTT LLOYD

in the presence of:

Richard Kivell

Signature of witness

RICHARD KIVELL

Name of witness

SIMPSON MANNER & BARTLETT LLP

Address of witness

CITYPOINT, ONE ROPEMAKER STREET,

LONDON, EC2Y 9NU

EXECUTED AS A DEED by)
DAVID LLOYD LEISURE PROPERTIES)
NO. 3 LIMITED

L U d

Director

Name: SCOTT LLOYD

in the presence of:

RL Kivell Signature of witness

RICHARD KIVELL Name of witness

SIMPSON MARNER & BARTLET LLP Address of witness

CITYPOINT, ONE ROPEMAKER STREET,

LONDON, EC2Y 9NU

EXECUTED AS A DEED by)
DAVID LLOYD LEISURE PROPERTIES)
NO. 4 LIMITED

L U d

Director

Name: SCOTT LLOYD

in the presence of:

RL Kivell Signature of witness

RICHARD KIVELL Name of witness

SIMPSON MARNER & BARTLET LLP Address of witness

CITYPOINT, ONE ROPEMAKER STREET,

LONDON, EC2Y 9NU

EXECUTED AS A DEED by
DAVID LLOYD LEISURE LIMITED

)

L L O

Director

Name SCOTT LLOYD

in the presence of

RL Kivell

Signature of witness

RICHARD KIVELL

Name of witness

SIMPSON MAHER & BARTLETT LTD

Address of witness

ONE ROSEMAKER STREET, LONDON

EC2Y 9NU

EXECUTED AS A DEED by
DAVID LLOYD LEISURE FARNHAM
LIMITED

)

L L O

Director

Name: SCOTT LLOYD

in the presence of

RL Kivell

Signature of witness

RICHARD KIVELL

Name of witness

SIMPSON MAHER & BARTLETT LTD

Address of witness

CITY-1, ONE ROSEMAKER STREET,

EC2Y 9NU

EXECUTED AS A DEED by
HARBOUR CLUB OPERATIONS
LIMITED

)

LLOD

Director

Name SCOTT LLOYD

in the presence of:

Richard Kivern

Signature of witness

RICHARD KIVERN

Name of witness

SIMPSON MATTHEW I BARRETT LLP

Address of witness

CITYPOINT, ONE ROSEMARKET STREET,

LONDON, EC2Y 9NU

EXECUTED AS A DEED by
MARKSON TENNIS AND LEISURE
CENTERS LIMITED

)

LLOD

Director

Name: SCOTT LLOYD

in the presence of

Richard Kivern

Signature of witness

RICHARD KIVERN

Name of witness

SIMPSON MATTHEW I BARRETT LLP


Address of witness

CITYPOINT, ONE ROSEMARKET STREET,

LONDON, EC2Y 9NU

Security Agent

TRIMONT REAL ESTATE ADVISORS B.V.,

By: 
Director

Clifford Chance LLP
c Carr-Fanning extn 1806