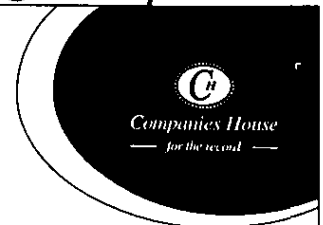


MG01

Particulars of a mortgage or charge

100003/20



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**  
You cannot use this form  
particulars of a charge for  
company To do this, please  
form MG01s

FRIDAY



A31

\*A1KCQ7EM\*

26/10/2012

#320

COMPANIES HOUSE

<b>1</b>	<b>Company details</b>	<b>1</b>	For official use
Company number	0 7 2 5 3 2 7 2	<b>→ Filing in this form</b> Please complete in typescript or in bold black capitals  All fields are mandatory unless specified or indicated by *	
Company name in full	Membury Service Station Centre Limited (the "Chargor")		
<b>2</b>	<b>Date of creation of charge</b>		
Date of creation	d 0 8 m 1 0 y 2 0 y 1 2		
<b>3</b>	<b>Description</b>		
Description	Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'  A deed of accession to a security agreement dated 16 September 2011 (as supplemented and amended by Deeds of Accession or otherwise from time to time, the "Security Agreement") between Membury Service Station Centre Limited (the "Chargor") and Regus No 1 Société À Responsabilité Limitée (The "Chargee")		
<b>4</b>	<b>Amount secured</b>		
Amount secured	Please give us details of the amount secured by the mortgage or charge  All present and future obligations and liabilities (whether actual or contingent and whether owed jointly or severally or in any other capacity whatsoever) of the Chargor to the Chargee under the Finance Documents, together with all costs, charges and expenses incurred by the Chargee in connection with the protection, preservation or enforcement of its rights under the Finance Documents (the "Secured Liabilities")  "Finance Documents" means the Intra-Group Facility Agreement and the Deed, and "Intra-Group Facility Agreement" means the Intra-Group facility agreement dated 16 September 2011 made between the Chargee as lender and the Chargor as borrower		
		<b>Continuation page</b> Please use a continuation page if you need to enter more details.	

MG01

Particulars of a mortgage or charge

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

Name	Regus No 1 Société A Responsabilité Limitée									
Address	26 Boulevard Royal									
	Luxembourg									
Postcode	L	-	2	4	4	9				
Name										
Address										
Postcode										

**Continuation page**

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

6

**Short particulars of all the property mortgaged or charged**

Please give the short particulars of the property mortgaged or charged

Short particulars

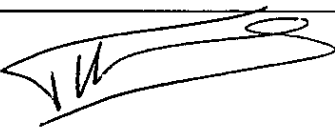
The Chargor charged in favour of the Chargee by way of a first floating charge all of its assets, book debts, credit balances, interest in all shares, stock, debentures, bonds, warrants, coupons or other securities and investments owned or hereafter acquired by it or held by any nominee on its behalf, any letter of credit issued in its favour or bill of exchange or other negotiable interest held by it, and all other rights and assets whatsoever and whosoever

**Continuation page**

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

# MG01

## Particulars of a mortgage or charge

<b>7</b>	<b>Particulars as to commission, allowance or discount (if any)</b>  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 <ul style="list-style-type: none"> <li>- subscribing or agreeing to subscribe, whether absolutely or conditionally, or</li> <li>- procuring or agreeing to procure subscriptions, whether absolute or conditional,</li> </ul> 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		
<b>8</b>	<b>Delivery of instrument</b>  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 866)  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 870) 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)	
<b>9</b>  Signature	<b>Signature</b>  Please sign the form here  <div style="border: 1px solid black; padding: 5px; display: inline-block;">  </div>  This form must be signed by a person with an interest in the registration of the charge	

# MG01

## Particulars of a mortgage or charge



### 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 **Celine Thomen**

Company name **Regus No 1**

Address **26 Boulevard Royal**

Post town **Luxembourg**

County/Region

Postcode **L - 2 4 4 9**

Country **Luxembourg**

DX

Telephone **+352 22 99 99 5712**



### 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,  
First Floor, Waterfront Plaza, 8 Laganbank Road,  
Belfast, Northern Ireland, BT1 3BS  
DX 481 N R Belfast 1



### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://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. 7253272  
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A DEED OF ACCESSION TO A  
SECURITY AGREEMENT DATED 8 OCTOBER 2012 AND  
CREATED BY MEMBURY SERVICE STATION CENTRE LIMITED  
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM  
THE COMPANY TO REGUS NO.1 SOCIETE A RESPONSABILITE  
LIMITEE ON ANY ACCOUNT WHATSOEVER UNDER THE  
TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING  
OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT  
TO CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE  
26 OCTOBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31 OCTOBER  
2012

P



**Companies House**



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES