



Registration of a Charge

Company name: **MARLEY THATCH SOLAR LTD**

Company number: **07516167**



X4JFA3AI

Received for Electronic Filing: **03/11/2015**

Details of Charge

Date of creation: **22/10/2015**

Charge code: **0751 6167 0003**

Persons entitled: **THE ROYAL BANK OF SCOTLAND PLC AS TRUSTEE**

Brief description: **LAND AT MARLEY THATCH FARM, SOUTH BRENT - TITLE NO.:
DN628297.**

Contains fixed charge(s).

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT
TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC
COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION
FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL
INSTRUMENT.**

Certified by: **ASHURST LLP**



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 7516167

Charge code: 0751 6167 0003

The Registrar of Companies for England and Wales hereby certifies that a charge dated 22nd October 2015 and created by MARLEY THATCH SOLAR LTD was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 3rd November 2015 .

Given at Companies House, Cardiff on 4th November 2015

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Mortgage

The persons listed in Schedule 1
as Chargor

and

The Royal Bank Of Scotland Plc
as Security Trustee

22 October

2015

THIS DEED is made on 22 October 2015

BETWEEN:

- (1) **THE PERSONS** listed in schedule 1 (the "**Chargors**"); and
- (2) **THE ROYAL BANK OF SCOTLAND PLC** as trustee for the Secured Parties (the "**Security Trustee**" which expression shall include any person for the time being appointed as trustee or as an additional trustee for the purpose of, and in accordance with, the Facility Agreement).

BACKGROUND:

It is intended that this document takes effect as a deed notwithstanding the fact that a party may only execute this document under hand.

THE PARTIES AGREE AS FOLLOWS:

1. DEFINITIONS

In this Deed:

"Mortgaged Property" means:

- (a) the leasehold property of a Chargor specified in Schedule 1 (Details of Mortgaged Property); and
- (b) any buildings, fixtures, fittings, fixed plant or machinery from time to time situated on or forming part of such property,

and includes all Related Rights;

"Related Rights" means, in relation to any asset:

- (a) the proceeds of sale of any part of that asset;
- (b) all rights under any licence, agreement for sale or agreement for lease in respect of that asset;
- (c) all rights, powers, benefits, claims, contracts, warranties, remedies, security, guarantees, indemnities or covenants for title in respect of that asset; and
- (d) any monies and proceeds paid or payable in respect of that asset.

2. LEGAL CHARGE

Each Chargor charges with full title guarantee in favour of the Security Trustee (as Security Trustee for the Secured Parties) with the payment and discharge of the Secured Obligations, by way of first legal mortgage its Mortgaged Property.

3. IMPLIED COVENANTS FOR TITLE

- (a) 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 2 (Legal Charge).
- (b) It shall be implied in respect of clause 2 (Legal Charge) that each Chargor is disposing of its 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).

4. **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 its 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 [date] in favour of [security trustee] referred to in the charges register."

5. **THIRD PARTY RIGHTS**

A person who is not a party to this Deed has no rights under the Contracts (Rights of Third Parties) Act 1999 to enforce or to enjoy the benefit of any term of this Deed.

6. **GOVERNING LAW**

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

THIS DEED has been entered into as a deed on the date stated at the beginning of this Deed.

SCHEDULE 1

Details of Mortgaged Property

Chargor	Registered number	Description of Property	Title Number
Hollamoor Limited (formerly Lightsource SPV 13 Limited)	07743580	Land lying to the north of Hollamoor Farm, Tawstock, Barnstaple EX31 3NY	DN635384
Manston Thorne Limited (formerly Lightsource SPV 77 Limited)	07986474	Land at Thorne Hill, Ramsgate	TT26027
New Row Farm Limited (formerly Lightsource SPV 2 Limited)	07738844	Land at New Row Farm, Underwood, Downside, Shepton Mallet, Somerset	WS67985
WSE Pyde Drove Limited	08453884	Land on the south side of Pyde Drive, Woolavington, Bridgwater	ST311026
Reaches Farm Limited (formerly Lightsource SPV 85 Limited)	08009590	2 parcels of land lying to the north east of Thetford Road, Northwold	NK434097
Ryston Estate Limited (formerly Lightsource SPV 66 Limited)	07984513	Land at Ryston Estate, Downham Market, Norfolk	NK439669
Turves Solar Limited	07980609	Land at Burnt House Farm, Whittlesey	CB374810
BNRG IOW Limited	08258424	Land Lying To The East Of Ventnor Road, Shanklin, Isle of Wight	IW77917
WSE Bradford Limited	07593648	Land at Bradford Manor Farm, Pyworthy, Holsworthy	DN631918
Chalcroft Solar Park Limited	08206628	Land lying to the south of Fir Tree Lane, Horton Heath, Eastleigh	HP757895
Victoria Solar Limited	07887054	Land at Chawton Farm, Chawton Lane, Cowes	IW77913
Craymarsh Limited (formerly Lightsource SPV 4 Limited)	07738850	Land at Craymarsh Farm Devizes Road Melksham	WT306289
Ellicombe Limited (Lightsource SPV 63 Limited)	07984493	Land on the north side of Yeo Road, Down Saint Mary, Crediton	DN633056

TGC Solar 102 Limited	07521238	Land at Higher Tregliss Farm	CL297233
Little T Solar Limited	08208672	Land at Buttriss Farm, Wendron, Helston	CL297875
Little T Solar Limited	08208672	Land at Butteriss Farm, Edgcumbe, Penryn	CL297873
Marley Thatch Solar Limited	07516167	Land at Marley Thatch Farm, South Brent	DN628297
Meadows Farm Limited (formerly Lightsource SPV 53 Limited)	07957047	Land at Meadow Farm Whittington Kings Lynn PE33 9TF	NK434096
Newlands Solar Limited	07521314	Land at Newlands Farm, Crewkerne Road, Axminster	DN631773
North Perrott Fruit Farm Limited (formerly Lightsource SPV 83 Limited)	08009604	Land at North Perrott, Crewkerne, Somerset, TA18 7SN	WS64935
Palfreys Barton Limited (formerly Lightsource SPV 52 Limited)	07957046	Land at Palfreys Barton, Tiverton	DN631528
WSE Park Wall Limited	07593542	Land lying to the south-west of Westonzoyland Road, Bridgwater	ST300849
Sun Green Energy Limited	07227829	Land at Hawksland Farm, Wadebridge, Cornwall	CL295386
TGC Solar 68 Limited	07516107	Land at Rew Farm, Sweetshouse, Bodmin	CL303898
Slaughtergate Limited (formerly Lightsource SPV 46 Limited)	07957069	Land to the south-east of Woodhouse Cross, Gillingham	DT399173
Southcombe Farm Limited (formerly Lightsource SPV 81 Limited)	07985167	Land at Southcombe Farm, Shebbear, Beaworthy, Devon EX21 5RF	DN630517
Stellar Power Limited	07918666	Land at the north-west side of Tavells Lane, Marchwood, Southampton	HP758439

EXECUTION PAGES (LEGAL MORTGAGE)

THE CHARGORS

Executed as a deed
by **HOLLAMOOR LIMITED**
in the presence of:

Signature

Signature of witness

Name of witness

Address of witness

Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **MANSTON THORNE LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **NEW ROW FARM LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **WSE PYDE DROVE LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **REACHES FARM LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Anita Oluyede
Dentons UKMEA LLP

Address of witness

One Fleet Place
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **RYSTON ESTATE LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Anita Oluyede
Dentons UKMEA LLP

Address of witness

One Fleet Place
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **TURVES SOLAR LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Anita Oluyede
Dentons UKMEA LLP

Address of witness

One Fleet Place
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **BNRG IOW LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede

.....
Dentons UKMEA LLP

.....
One Fleet Place

.....
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **WSE BRADFORD LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede

.....
Dentons UKMEA LLP

.....
One Fleet Place

.....
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **CHALCROFT SOLAR PARK LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede

.....
Dentons UKMEA LLP

.....
One Fleet Place

.....
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **VICTORIA SOLAR LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

..... Anita Oluyede
..... Dentons UKMEA LLP
..... One Fleet Place
..... London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **CRAYMARSH LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

..... Anita Oluyede
..... Dentons UKMEA LLP
..... One Fleet Place
..... London EC4M 7WS
.....
.....

Occupation of witness

*Ashurst LLP
on behalf
of all
parties*

Executed as a deed)
by **ELLICOMBE FARM LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

..... Anita Oluyede
..... Dentons UKMEA LLP
..... One Fleet Place
..... London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **TGC SOLAR 102 LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **LITTLE T SOLAR LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **MARLEY THATCH SOLAR LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **MEADOWS FARM LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **NEWLANDS SOLAR LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **NORTH PERROTT FRUIT FARM LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **PALFREYS BARTON LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness Anita Oluyede.....

Address of witness Dentons UKMEA LLP
One Fleet Place.....
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **WSE PARK WALL LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness Anita Oluyede.....

Address of witness Dentons UKMEA LLP
One Fleet Place.....
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **SUN GREEN ENERGY LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness Anita Oluyede.....
Dentons UKMEA LLP
One Fleet Place.....
London EC4M 7WS

Occupation of witness

Executed as a deed)
by **TGC SOLAR 68 LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **SLAUGHTERGATE LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **SOUTHCOMBE FARM LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

Executed as a deed)
by **STELLAR POWER LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....
Anita Oluyede
Dentons UKMEA LLP
One Fleet Place
London EC4M 7WS
.....
.....

Occupation of witness

THE SECURITY TRUSTEE

Executed as a deed)
by)
for and on behalf of **THE ROYAL BANK**)
OF SCOTLAND PLC:)

Executed as a deed)
by **STELLAR POWER LIMITED**)
in the presence of:)

Signature

Signature of witness

Name of witness

Address of witness

.....

.....

Occupation of witness

THE SECURITY TRUSTEE

Executed as a deed)
by)
for and on behalf of **THE ROYAL BANK**)
OF SCOTLAND PLC:)