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MG01

Particulars of a mortgage or charge



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

X **What this form is NOT for**
You cannot use this form to
particulars of a charge for a
company. To do this, please
form MG01s

FRIDAY



A53 "AOTC1W88" 29
29/07/2011
COMPANIES HOUSE

1 Company details

Company number 0 7 6 8 4 2 8 5

Company name in full C.G I S Logistics Limited (the "Chargor")

For official use
→ **Filling in this form**
Please complete in typescript or in
bold black capitals
All fields are mandatory unless
specified or indicated by *

2 Date of creation of charge

Date of creation d2 d5 m0 m7 y2 y0 y1 y1

3 Description

Please give a description of the instrument (if any) creating or evidencing the
charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'

Description Legal Charge made between the Chargor (1) and the Lender (2) (the "Legal
Charge")

4 Amount secured

Please give us details of the amount secured by the mortgage or charge

Amount secured All obligations of the Chargor owed or expressed
to be owed to each of the Beneficiaries under
the Finance Documents whether owed jointly or
severally, as principal or surety or in any
other capacity

(the "Secured Liabilities").

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

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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

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

Name	Santander UK Plc (the "Lender")
Address	Santander Corporate Banking, 3rd Floor, One Dover Street, London
Postcode	W 1 S 4 L A
Name	
Address	
Postcode	

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

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

Short particulars

- 1 Fixed Security**
- 1 1 As continuing security for the payment of the Secured Liabilities the Chargor with full title guarantee
- (a) charged to the Lender by way of legal mortgage each Property,
- (b) charged to the Lender by way of fixed charge its rights and interest in its present and future goodwill in respect of any business carried on by the Chargor at any Property
- (1) any present or future insurances in respect of any Charged Property and the proceeds of such insurances, and
- (11) all its right and interest in all Plant and Equipment now or in future located at any Property
- (c) assigned to the Lender by way of fixed security its rights and interest in the Development Documents and any guarantee or security for the performance of any such agreements
- 1 2 Until the occurrence of an Event of Default which is continuing the Chargor may, subject to any restrictions imposed by the Agreement or the Legal Charge, continue to deal with the assets charged by clause 3 1(b) of the Legal Charge in the ordinary course of business
- 2 Negative Undertakings**
- 2 1 *Negative pledge*
- The Chargor shall not create or permit to subsist any Security over any of the Charged Property other than Permitted Security pursuant to the Agreement

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Particulars of a mortgage or charge

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Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

2 2 Disposals

Except as permitted by the Agreement or the Legal Charge, the Chargor shall not sell, transfer, lease or otherwise dispose or purport or agree to dispose of any of its assets which are expressed to be mortgaged by way of legal or equitable mortgage, assigned by way of security or charged by way of fixed security or charged to the Lender under clause 3 (Fixed Security) of the Legal Charge

Definitions

In this MG01

"**Agreement**" means a loan agreement dated 20 July 2011 made between the Chargor and the Lender,

"**Beneficiaries**" means the Lender and any Hedging Affiliate,

"**Charged Property**" means the assets mortgaged, charged or assigned by the Chargor under the Legal Charge,

"**Development**" means

(a) any works of construction on any Property, or

(b) any refurbishment of any Property,

in accordance with the plans and specifications approved or to be approved by or on behalf of the Lender,

"**Development Documents**" means any building contract relating to each Property, the existing and future terms of appointment of any architects, quantity surveyors, engineers and other consultants or persons whose services are required for a Development, all existing and future warranty agreements in favour of the Chargor which relate to a Development, and any other existing and future agreement relating to the acquisition, construction, management, design, servicing, marketing, development, operation and use of each Property,

"**Financial Collateral Regulations**" means the Financial Collateral Arrangements (No 2) Regulations 2003 SI 2003/3226,

"**Hedging Affiliate**" has the same meaning given to it as in the Agreement,

"**Insolvency Act**" means the Insolvency Act 1986,

"**LPA**" means the Law of Property Act 1925,

"**Plant and Equipment**" means any fittings, plant, equipment, machinery, tools, vehicles, furniture and other tangible movable property of which the Chargor is the owner,

"**Property**" means each property described in schedule 1 of this MG01,

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Particulars of a mortgage or charge

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Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

SCHEDULE 1

The Property

Bourne

- 1 The property known as Tunnel Bank Road, Bourne PE10 0DJ registered at the land registry with title number LL318521

Grantham

- 2 The property known as Burton Lane, Easton, Grantham NG33 5AU registered at the land registry with title numbers LL240841, LL200614 and LL318914

Depot, Northampton

- 3 The property known as Depot Trailer Park and VMU, Lodge Farm Industrial Estate, Northampton registered at the land registry with title numbers NN164303, NN53844 and NN143645

ND House, Northampton

- 4 The property known as ND House, Lodge Way, Northampton NN5 7SL registered at the land registry with title number NN143645

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Particulars as to commission, allowance or discount (if any)

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

- subscribing or agreeing to subscribe, whether absolutely or conditionally, or
- procuring or agreeing to procure subscriptions, whether absolute or conditional,

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

Nil

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Delivery of instrument

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 870).

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 866). 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).

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Signature

Please sign the form here

Signature

Signature

X Taylor Wernip LP

X

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

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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 CXD

Company name Taylor Wessing LLP

Address 5 New Street Square

Post town London

County/Region

Postcode E C 4 A 3 T W

Country

DX 41 London London - Chancery Lane

Telephone +44 (0)207 300 7000



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,
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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 869(5) & (6) of the Companies Act 2006

**COMPANY NO. 7684285
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 25 JULY
2011 AND CREATED BY C.G.I.S. LOGISTICS LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO EACH OF THE BENEFICIARIES 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
29 JULY 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1 AUGUST 2011

DT



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES