

MG01

Particulars of a mortgage or charge

9822600/13



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 for**
You cannot use
particulars of a
company To d
form MG01s

For further information, please
visit
at
e gov uk



A21 25/08/2012 #379

For official use

SATURDAY

COMPANIES HOUSE

1

→ Filing in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

1 Company details

Company number 0 7 8 1 1 5 7 5

Company name in full Essential Living (Warlingham) Limited

2 Date of creation of charge

Date of creation d1 d7 m0 m8 y2 y0 y1 y2

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 Debenture ("Debenture") dated 17 August 2012 made between (1)
Essential Living (Warlingham) Limited ("Company") and (2) Close Brothers
Limited ("Mortgagee")

4 Amount secured

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

Amount secured All present and future monies, obligations and liabilities owed by the
Company to the Mortgagee, whether actual or contingent and
whether owed jointly or severally, as principal or surety and/or in any
other capacity under or in connection with a facility agreement issued
on 27 June 2012 and accepted on 11 July 2012 between the
Company and the Mortgagee ('Facility Agreement'), or under or in
connection with the Debenture together with all interest (including,
without limitation, default interest) accruing in respect of such monies
or liabilities

Continuation page
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

Continuation page

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

Name Close Brothers Limited

Address 10 Crown Place

London

Postcode E C 2 A 4 F T

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 All the assets, property and undertaking for the time being subject to the security interests created by the Debenture, and

2 As a continuing security for the payment and discharge of the Secured Liabilities, the Company with full title guarantee charges to the Mortgagee

(a) Freehold property known as 2 Southview Road Warmingham Surrey CR6 9JE registered at the Land Registry with title number SY357930 ("Property"),

(b) by way of first fixed charge all freehold and leasehold properties (whether registered or unregistered) and all commonhold properties, now or in the future and from time to time owned by the Company, or in which the registered Company holds an interest,

(c) by way of first fixed charge all present and future interests of the Company not effectively mortgaged or charged under points (a) and/or (b) above in or over freehold or leasehold property,

(d) by way of first fixed charge all present and future rights, licences, guarantees, rents, deposits, contracts, covenants and warranties relating to properties listed at points (a) and/or (b) above,

(e) by way of fixed charge all licences, consents and authorisations (statutory or otherwise) held or required in connection with the Company's business or the use of any assets, property and undertaking for the time being subject to the security interests created by the Debenture, and all rights in connection with them,

(f) by way of first fixed charge all present and future goodwill and uncalled capital for the time being of the Company,

(Continued)

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7 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

None

8 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)

9 Signature

Please sign the form here

Signature

Signature

X OAC Beauchcroft UP. X

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

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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 **Tristan Milner**

Company name **DAC Beachcroft LLP**

Address

Post town

County/Region

Postcode **M 3 3 H F**

Country

DX **14341 Manchester 1**

Telephone **0161 934 3000**



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

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Particulars of a mortgage or charge

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

(g) by way of first fixed charge all the present and future equipment, plant, machinery, tools, vehicles, furniture, fittings, installations and apparatus and other tangible, moveable property for the time being owned by the Company including any part of it and all spare parts, replacement, modifications and additions,

(h) by way of first fixed charge the Company's present and future patents, trademarks, service marks, trade names, designs, copyrights, inventions, topographical or similar rights, confidential information and know-how and any interest in any of these rights, whether or not registered, including all applications and rights to apply for registration and all fees, royalties and other rights derived from or incidental to these rights,

(i) by way of first fixed charge all present and future book and other debts and monetary claims due or owing to the Company, and the benefit of all security, guarantees and other rights of any nature enjoyed or held by the Company in relation to any of them;

(j) by way of first fixed charge all present and future stocks, shares, loan capital, securities, bonds and investments (whether or not marketable) for the time being owned (at law or in equity) by the Company, including all rights accruing or incidental to those investments from time to time; and

(k) by way of first fixed charge all monies from time to time standing to the credit of its accounts with any bank, financial institution or other person (including each account nominated by the Mortgagee as a designated account for the purposes of the Debenture);

3 As a continuing security for the payment and discharge of the Secured Liabilities, the Company with full title guarantee assigns to the Mortgagee, by way of first fixed mortgage, all its rights in the policies of insurance or assurance present or future (including without limitation any insurances relating to the property referred to at 1 and 2 above and all equipment listed at 1(g) above),

4 As a continuing security for the payment and discharge of the Secured Liabilities, the Company with full title guarantee charges to the Mortgagee, by way of first floating charge, all the undertaking, property, assets and rights of the Company at any time not effectively mortgaged, charged or assigned pursuant to any of the above 1-3.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 7811575
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 17 AUGUST
2012 AND CREATED BY ESSENTIAL LIVING (WARLINGHAM)
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO CLOSE BROTHERS LIMITED ON
ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT
TO CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE
25 AUGUST 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3 SEPTEMBER
2012

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Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES