

LL MG01

Particulars of a mortgage or charge created by a Limited Liability Partnership (LLP)

✓ 008538/13



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
created by an LLP in England and
Wales or Northern Ireland

X What this form is NOT for

You cannot use this form to regi
particulars of a mortgage or cha
for a Scottish LLP
To do this, please use form
LL MG01s

WEDNESDAY



A7R1XHE1

A04

10/02/2010

201

COMPANIES HOUSE

1 LLP details

LLP number O C 3 2 2 2 4 3 ✓

LLP name in full Parmenion Capital Partners LLP ✓

→ 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 d 0 2 m 0 2 y 2 0 y 1 0 ✓

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 ✓

4 Amount secured

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

Amount secured

All the Limited Liability Partnership's liabilities to National
Westminster Bank Plc (present, future, actual or contingent and
whether incurred alone or jointly with another) including interest
and expenses ✓

Continuation page

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

LL MG01

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5 Mortgagee(s) or person(s) entitled to the charge

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	National Westminster Bank Plc	
Address	135 Bishopsgate	
	London	
Postcode	E C 2 M 3 U R	
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	<p>1 By way of fixed charge the following property of the LLP owned now or in the future -</p> <ul style="list-style-type: none"> (i) all interests in any heritable freehold and leasehold land (Land) vested in or charged to the LLP, all fixtures and fittings attached to that Land and all rents receivable from any lease granted out of that Land, (ii) all plant and machinery, including any associated warranties and maintenance contracts, (iii) all the goodwill of the LLP's business, (iv) any uncalled capital, (v) all stock, shares and other securities held by the LLP at any time in any subsidiary and all income and rights relating to those stocks, shares and securities, (vi) all intellectual property, licences, claims, insurance policies, proceeds of any insurance and any other legal rights, (vii) the benefit of any hedging arrangements, futures transactions or treasury instruments <p>2 By way of floating charge all the other property, assets and rights of the LLP owned now or in the future which are not subject to an effective fixed charge under the Debenture or any other security held by the Bank</p> <p>Note 1 The Debenture contains covenants by the LLP that the LLP will not without the Bank's consent -</p> <ul style="list-style-type: none"> (a) permit or create any mortgage, standard security, charge or lien on the property, (b) dispose of the property of the LLP, owned now or in the future, charged by way of fixed charge, (c) dispose of the property, other than in the ordinary course of business, charged by way of floating charge, (d) call on, or accept payment of, any uncalled capital, (e) deal with its book and other debts, except by collecting them in the ordinary course of its business In particular, the LLP will not realise its book and other debts by means of invoice discounting or factoring arrangements, (f) grant, or accept a surrender of, any lease or licence of any of its Land or consent to a tenant assigning or subletting, (g) dispose of, part with or share possession or occupation of any of its Land <p>Note 2 The Debenture gives the Bank the power to appoint an Administrator</p>	

LL MG01

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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

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. 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.

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. 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 property situated in another part of UK.

9

Signature

Please sign the form here

Signature

Signature

X

For National Westminster Bank Plc
Duly Authorised Official



X

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

LL MG01

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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

Company name **National Westminster Bank Plc**

Address

Post town

County/Region

Postcode

Country

DX

DX 714895 Manchester-25

Telephone



Certificate

We will send your certificate to the presenter's address if given above or to the LLPs 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 LLP 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 mortgage or charge
- ☐ You have given details of the mortgagee 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 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 LLPs registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For LLPs 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 LLPs 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 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 as
applied to the Limited Liability Partnerships (Application of
Companies Act 2006) Regulations 2009**

LLP NO. OC322243
CHARGE NO. 1

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 2 FEBRUARY
2010 AND CREATED BY PARMENION CAPITAL PARTNERS LLP
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE LIMITED LIABILITY PARTNERSHIP TO NATIONAL
WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER
WAS REGISTERED PURSUANT TO CHAPTER 1 PART 25 OF THE
COMPANIES ACT 2006 AS APPLIED TO THE LIMITED LIABILITY
PARTNERSHIPS (APPLICATION OF COMPANIES ACT 2006)
REGULATIONS 2009 ON THE 10 FEBRUARY 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11 FEBRUARY
2010

ex. seb.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES