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LLP395

Particulars of a mortgage or charge in respect of a Limited Liability Partnership

CHFP025

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Please complete in typescript, or in bold black capitals

LLP Number

OC330090

For official use

3

Full Name of Limited Liability Partnership

Vicarage Gate LLP (the "LLP")

Date of creation of the charge

11 August 2009

Description of the instrument (if any) creating or evidencing the charge (note 2)

Legal Charge

Amount secured by the mortgage or charge

All moneys and liabilities which shall for the time being (and whether on or at any time after such demand) be due owing or incurred to BCIL2 by the LLP whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest discount commission or other lawful charges and expenses which BCIL2 may in the course of its business charge in respect of any of the matters aforesaid or for keeping the LLP's account and so that interest shall be computed and compounded according to the usual mode of BCIL2 as well after as before any demand made or judgment obtained under the Legal Charge and will on such demand also retire all bills or notes which may for the time being be under discount with BCIL2 and to which the LLP is a party whether as drawer acceptor maker or indorser without any deduction whatsoever.

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Signed

DLA Piper UK LLP

Date

12 August 2009

On behalf of ~~DLA Piper UK LLP~~ /chargee] (delete as appropriate)

Taken from letter

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the

Mark Bailey

~~DLA Piper UK LLP, 3 Noble Street, London, EC2V 7EE, DX: 33866 Finsbury Square~~

AP/54000/720101

Tel 020 7796 6863

E-mail alexandra.pilc@dlapiper.com

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff

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COMPANIES HOUSE

Laserform International 5/08

| | |
|---|---|
| Names and addresses of the mortgagees or persons entitled to the charge | Barclays Converted Investments (No. 2) Limited (" BCIL2 ") (company no: 5535473) of 7th Floor, United Kingdom House, 180 Oxford Street, London WD1 1EA |
| Short particulars of all the property mortgaged or charged | The LLP with full title guarantee charged by way of legal mortgage all that <u>freehold property known as 13 and 14 Vicarage Gate, London W8 4AG</u> (as the same is registered at the Land Registry with title absolute under title number <u>NGL316560</u>). |
| Particulars as to commission allowance or discount (note 3) | Nil |

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395*). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398*). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398*) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4)* applies (property situate in Scotland or Northern Ireland) and Form LLP398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal Charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the LLP to any person in consideration of his:
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,
 for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the Form LLP395 continuation sheet.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.

* As applied to LLPs by Schedule 2 of the Limited Liability Partnerships Regulations 2001



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

**Pursuant to section 401(2) of the Companies Act 1985 as applied to
Limited Liability Partnerships pursuant to Paragraph 4 and
Schedule 2 of the Limited Liability Partnerships Regulations 2000.**

LLP NO. OC330090

CHARGE NO. 3

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 11
AUGUST 2009 AND CREATED BY VICARAGE GATE LLP FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
LIMITED LIABILITY PARTNERSHIP TO BARCLAYS
CONVERTED INVESTMENTS (NO. 2) LIMITED ON ANY
ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO
CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 AS
APPLIED TO LIMITED LIABILITY PARTNERSHIPS PURSUANT
TO PARAGRAPH 4 AND SCHEDULE 2 OF THE LIMITED
LIABILITY PARTNERSHIPS REGULATIONS 2000 ON THE 14
AUGUST 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14 AUGUST 2009

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Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES