

LL MG01

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



200914/13

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



What this form is NOT for

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

TU TUESDAY



RCS 02/04/2013 #138
COMPANIES HOUSE
A24YR2SR
A02 26/03/2013 #14

1

LLP details

LLP number O C 3 5 9 8 2 3

LLP name in full SQM Properties LLP

For official use

→ **Filing 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 d₂ m₀ m₃ 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 entered into between Westcity Properties Limited (the
"Mortgagee") and SQM Properties LLP (the "LLP") (the "Debenture")

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 LLP to the Mortgagee
together with all interest, fees and expenses

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

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 Westcity Properties Limited (Company No 01110686)✓

Address 5 New Street Square London

Postcode E C 4 A 3 T W

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 Definitions

"Charged Property" means the property assets and income of the LLP mortgaged assigned or charged to the Mortgagee (whether by way of legal mortgage assignment fixed or floating charge) by or pursuant to the Debenture and each and every part thereof,

"Legally Mortgaged Property" means all estates or interests in the property known as 56 Palace Road, East Moseley and the proceeds of sale thereof and all buildings and trade and other fixtures on any such property belonging to or charged to the LLP,

2 The LLP with full title guarantee charged as continuing security for the payment of the Amount Secured in favour of the Mortgagee

2 1 by way of legal mortgage the Legally Mortgaged Property,

2 2 by way of fixed charge all estates or interests in any freehold leasehold and other immoveable property now or at any time during the continuance of this security belonging to the LLP (other than the Legally Mortgaged Property) and all licences now or hereafter held by the Mortgagee to enter upon or use land and the benefit of all other agreements relating to land to which the LLP is or may become a party or otherwise entitled and all buildings and trade and other fixtures from time to time on any such property belonging to or charged to the LLP and the proceeds of sale thereof,

(Please see continuation sheet)

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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. 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 Teacher Shen LLP ✓ 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 David Neumann (ref WES 46/11)

Company name Teacher Stern LLP

Address 37-41 Bedford Row

Post town London

County/Region

Postcode W C 1 R 4 J H

Country England

DX 177 Chancery Lane

Telephone +44 (0) 20 7242 3191



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 mortgagee or chargee
- ☐ 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,
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

LL MG01 - continuation page

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6	Short particulars of all the property mortgaged or charged	
	Please give the short particulars of the property mortgaged or charged	
Short particulars	2 3	by way of fixed charge all plant machinery vehicles computers and office and other equipment owned by the LLP both present and future,
	2 4	by way of fixed charge all present and future book and other debts and monetary claims now or at any time hereafter due or owing to the LLP and all monies which the LLP receives in respect thereof together with all rights relating thereto including any security and remedies therefor,
	2 5	by way of fixed charge all stocks shares debentures bonds notes and loan capital of (a) any subsidiary of the LLP and (b) any other body corporate and all rights to subscribe for redeem convert other securities into or otherwise acquire any of the same which may now or hereafter belong to the LLP together with all dividends interest and other income and all other rights of whatsoever kind deriving from or incidental to any of the foregoing,
	2 6	by way of fixed charge the goodwill of the LLP and its uncalled capital now or at any time hereafter in existence,
	2 7	by way of fixed charge all copyrights patents patent applications licences trade marks tradenames know-how and inventions or other rights of every kind deriving therefrom now or at any time hereafter belonging to the LLP and all fees royalties and other rights of every kind deriving from such copyrights patents trade marks tradenames know-how and inventions,
	2 8	by way of assignment the LLP's interest in every insurance policy effected in respect of (and including income from) the Charged Property other than third party and public liability policies and all monies or proceeds paid or payable to the LLP under or in respect of the same subject to re-assignment on redemption, and
	2 9	by way of floating charge the whole of the LLP's undertaking and all its property assets and rights whatsoever and wheresoever present and future other than any property or assets from time to time or for the time being effectively mortgaged assigned or charged to the Mortgagee by way of fixed charge by this section (collectively referred the "Floating Charge Property")
	3	The LLP covenanted that without the prior written consent of the Mortgagee it shall not nor shall it agree or purport to
	3 1	create or permit to subsist any encumbrance whether in any such case ranking in priority to or pari passu with or after the

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

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

security created by the Debenture, or

3 2 sell discount factor transfer lease or otherwise dispose of whether
by means of one or a number of transactions related or not and whether at
one time or over a period of time the whole or any part of its undertaking
or assets other than Floating Charge Property in the ordinary course of
trading by the LLP and on arm's length terms

PROFORMA

Company Number. OC359823

Company Name SQM Properties LLP

Contact Name/ Organisation Phil Berry, Teacher Stern LLP (ref. PB/WES 46/11)

Address 37-41 Bedford Row, London, WC1R 4JH

- The following details will need to be added, amended or deleted to the Form MG01

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of Creation of Charge ☒

Description ☐

Amount Secured ☐

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

Short particulars of all the property mortgaged or charged ☐

Date charge presented
(applies to MG09/LL MG09) ☐

Date of execution
(applies to MG09/LL MG09) ☐

Date and parties to the charge
(applies to MG09/LL MG09) ☐

Jurisdiction
(applies to MG09/LL MG09) ☐

Floating charge statement
(applies to MG01s/LLMG01s/OSMG01) ☐

- **The following details will need to be added, amended or deleted to the Form MG06/LL MG06/MG06s/LL MG06s**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of creation of charge	<input type="checkbox"/>
Description	<input type="checkbox"/>
Date of acquisition	<input type="checkbox"/>
Amount secured	<input type="checkbox"/>
Mortgagee(s) or person(s) entitled to the charge	<input type="checkbox"/>
Short particulars of all the property Mortgaged or charged	<input type="checkbox"/>

- **The following details will need to be added, amended or deleted to the Form MG07/MG07s/LLMG07/LLMG07s/OSMG04**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

Date of covering deed	<input type="checkbox"/>
Total amount secured	<input type="checkbox"/>
Date of present issue	<input type="checkbox"/>
Amount of present issue	<input type="checkbox"/>
Date of resolution	<input type="checkbox"/>
Name of Trustee(s)	<input type="checkbox"/>
General description of property	<input type="checkbox"/>
Floating charge statement (applies to MG07s/LLMG07s/OSMG04)	<input type="checkbox"/>

(Please give the instructions in the box below)

The Property known as or being:

**56 Palace Road,
East Moseley,
KT8 9DW**

Date of Creation of the Debenture: 22/03/2013



FILE COPY

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. OC359823
CHARGE NO. 4

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 22 MARCH
2013 AND CREATED BY SQM PROPERTIES LLP FOR SECURING
ALL MONIES DUE OR TO BECOME DUE FROM THE LIMITED
LIABILITY PARTNERSHIP TO WESTCITY PROPERTIES LIMITED
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 2 APRIL 2013

GIVEN AT COMPANIES HOUSE, CARDIFF THE 3 APRIL 2013



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES