

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



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

SATURDAY



A28 *A26OAX1V* #235
20/04/2013
COMPANIES HOUSE

1

Company details

Company number

0 0 7 6 9 1 7 0

Company name in full

TRAVELODGE HOTELS LIMITED

For official use

84

→ **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

0 4 0 4 2 0 1 3

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

Standard Security

4

Amount secured

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

Amount secured

All money or liabilities due, owing or incurred to any Secured Party
(see definitions) by any Charging Company (see definitions) or any
other Obligor (see definitions) under any Finance Document (see
definitions) at present or in the future, in any manner whether actual
or contingent, whether incurred solely or jointly with any other person
and whether as principal or surety, together with all interest accruing
thereon and including all liabilities in connection with any notes, bills
or other instruments accepted by any Secured Party for or at the
request of an Obligor and all losses incurred by any Secured Party in
connection therewith except for any money or liability which, if it were
so included, would cause the infringement of Chapter 2 of Part 18 of
the Companies Act, 2006

Please see continuation sheet for definitions

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 THE ROYAL BANK OF SCOTLAND PLC (CO NO SC090312) (as security trustee)

Address 36 ST ANDREW SQUARE

EDINBURGH

Postcode E H 2 2 Y B

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

ALL and WHOLE the subjects known as and forming 30-31 Queen Street, Edinburgh, being the subjects registered in the Land Register of Scotland under Title Number MID142046,

MG01

Particulars of a mortgage or charge

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  X

PARTNER, FOR AND ON BEHALF OF PINSENT MASONS LLP

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

MG01

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 IAN J G LYALL

Company name PINSENT MASONS LLP

Address PRINCES EXCHANGE

1 EARL GREY STREET

Post town EDINBURGH

County/Region

Postcode E H 3 9 A Q

Country

DX DX ED 723301 EDINBURGH 43

Telephone 0131 777 7033



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

MG01 - continuation page

Particulars of a mortgage or charge

4	Amount secured	
	Please give us details of the amount secured by the mortgage or charge	
Amount secured	<p>Definitions -</p> <p>"Charging Companies" means the Chargor, the Parent and Full Moon HoldCo 4 Limited (Company Number 5893849), Full Moon HoldCo 5 Limited (Company Number 5893854), Full Moon HoldCo 6 Limited (Company Number 58939770, TLLC LevPropco1 Limited (Company Number 4590301), TLLC LevPropco5 Limited (4582088), TLLC LevPropco7 Limited (Company Number 4582106), TLLC Regent Palace Limited (Company Number 4588945), TLLC Propholdco 1 Limited (Company Number 4588799), TLLC Group Holdings Limited (Company Number 4592844), TLLC Holdings2 Limited (Company Number 4588957), TLLC Holdings3 Limited (4588791), TLLC Holdings4 Limited (Company Number 4588955), TLLC Holdings5 Limited (Company Number 4592836), TLLC Limited (Company Number 459001) and Travelodge Limited (Company Number 7208249), all having their Registered Office at 100 Barbirolli Square, Manchester, M2 3AB and each company which grants security over its assets in favour of the Security Agent by executing a Security Accession Deed,</p> <p>"Chargor" means Travelodge Hotels Limited, incorporated under the Companies Acts with Company Number 00769170 and having its Registered Office at Sleepy Hollow, Aylesbury Road, Thame, Oxon, OX9 3AT,</p> <p>"Finance Documents" has the meaning given to it in the Senior Facilities Agreement,</p> <p>"Group Company" has the meaning given to it in the Senior Facilities Agreement,</p> <p>"New Debenture" means the debenture between the Parent, the Charging Companies and the Security Agent dated 25 October, 2012,</p> <p>"Obligors" means Obligors as defined in the Senior Facilities Agreement,</p> <p>"Parent" means Anchor UK Bidco Limited, incorporated under the Companies Acts with Company Number 08170768 and having its Registered Office at 20-22 Bedford Row, London, WC1R 4JS,</p> <p>"Secured Parties" means the Senior Finance Parties,</p> <p>"Security Accession Deed" means a deed executed by a Group Company substantially in the form set out in Schedule 7 to the New Debenture, with those amendments which the Security Agent may approve or reasonably require,</p> <p>"Security Agent" means The Royal Bank of Scotland plc, incorporated under the Companies Acts with Company Number SC090312 and having its Registered Office at 36 St Andrew Square, Edinburgh, EH2 2YB for itself as a Secured Party and as security trustee for the other Secured Party,</p> <p>"Senior Facilities Agreement" means the senior facilities agreement dated 3 September, 2006 (as amended, restated and/or novated from time to time including on 11 October, 2012) entered into between, amongst others, the Parent, certain financial institutions as lender, Deutsche Bank AG, London Branch as priority super senior LOC facility issuing bank and The Royal Bank of Scotland plc as facility agent, security agent and hedging counterparty,</p> <p>"Senior Finance Parties" means the Finance Parties as defined in the Senior Facilities Agreement</p> <p>Words importing the plural shall include the singular and vice versa</p>	

Handwritten signature: R. J. Smith, Partner, for R. J. Smith

MG09

Certificate of registration of a charge comprising
property situated in another UK jurisdiction



✓ **What this form is for**
You may use this form to give notice
of a certificate of registration of a
charge comprising property situated
in another UK jurisdiction

✗ **What this form is NOT for**
You cannot use this form as a
certificate of registration of a charge
for a company registered
in Scotland

For further information, please
refer to our guidance at
www.companieshouse.gov.uk

1

Company details

Company number 0 0 7 6 9 1 7 0

Company name in full TRAVELODGE HOTELS LIMITED

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 charge presented

Date of, and parties to,
the charge

It is hereby certified that the charge ①
created by Standard Security by Travelodge Hotels Limited in favour
of The Royal Bank of Scotland plc (as security trustee) dated 8
February, 2013

was presented for registration on

d 0 d 4 m 0 m 4 y 2 y 0 y 1 y 3

Jurisdiction

in ②

- ☒ Scotland
☐ England and Wales
☐ Northern Ireland

① As described on form MG01
'Particulars of a mortgage
or charge'

② Please tick as appropriate

3

Signature

Please sign the form here

Signature

Signature

✗  PARTNER, FOR AND ON BEHALF OF PINSENT MASONS LLP ✗

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

MG09

Certificate of registration of a charge comprising property situated in another UK jurisdiction

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. The contact information you give will be visible to searchers of the public record.

Contact name IAN J G LYALL

Company name PINSENT MASONS LLP

Address PRINCES EXCHANGE

1 EARL GREY STREET

Post town EDINBURGH

County/Region

Postcode E H 3 9 A Q

Country

DX DX ED 723301 EDINBURGH 43

Telephone 0131 777 7033

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 shown the date of, and parties to, the charge in Section 2
- ☐ You have declared where the charge was presented for registration
- ☐ You have enclosed the form MG01 and a verified copy of the deed
- ☐ You have signed the form

Important information

Please note that all information on this form will appear on the public record

Where to send

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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

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FILE COPY
CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE

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

COMPANY NO. 769170

CHARGE NO. 84

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A STANDARD SECURITY DATED 8
FEBRUARY 2013 WHICH WAS PRESENTED FOR REGISTRATION
IN SCOTLAND ON 4 APRIL 2013 AND CREATED BY
TRAVELODGE HOTELS LIMITED FOR SECURING ALL MONIES
DUE OR TO BECOME BY ANY CHARGING COMPANY OR ANY
OTHER OBLIGOR ON ANY ACCOUNT WHATSOEVER 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 20 APRIL 2013

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26 APRIL 2013

Dx



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES