

# MR01

## Particulars of a charge

112155/13



**A fee is payable with this form.**  
Please see 'How to pay' on the  
last page

**You can use the WebFiling service to file this form online.**  
Please go to [www.companies.gov.uk](http://www.companies.gov.uk)

☒ **What this form is for**  
You may use this form to register  
a charge created or evidenced by  
an instrument

☐ **What this form is NOT for**  
You may not use this form to  
register a charge where there  
is an instrument. Use form MR08

FRIDAY



LD5

\*L4073XA1\*

30/01/2015

#16

COMPANIES HOUSE

This form **must be delivered to the Registrar for registration within 21 days** beginning with the day after the date of creation of the charge. If delivered outside of the 21 days it will be rejected unless it is accompanied by a court order extending the time for delivery



You **must** enclose a certified copy of the instrument with this form. This will be scanned and placed on the public record. **Do not send the original**

### 1 Company details

Company number 00029022

Company name in full Claridge's Hotel Limited  
(the "Chargor")

For official use 20

→ **Filling in this form**  
Please complete in typescript or in  
bold black capitals

All fields are mandatory unless  
specified or indicated by \*

### 2 Charge creation date

Charge creation date 23/01/2015

### 3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees  
entitled to the charge

Name Capita Trust Company Limited as Common Security Trustee  
(as trustee for each of the Finance Parties)

Name

Name

Name

If there are more than four names, please supply any four of these names then  
tick the statement below

☐ I confirm that there are more than four persons, security agents or  
trustees entitled to the charge

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Particulars of a charge

**4 Brief description**

Please give a short description of any land, ship, aircraft or intellectual property registered or required to be registered in the UK subject to a charge (which is not a floating charge) or fixed security included in the instrument

Brief description

The Mortgaged Property being: Claridge's Hotel, Brook Street, London W1K 4HR, Title No NGL633367

Please submit only a short description. If there are a number of plots of land, aircraft and/or ships, you should simply describe some of them in the text field and add a statement along the lines of, "for more details please refer to the instrument"

Please limit the description to the available space

**5 Other charge or fixed security**

Does the instrument include a charge (which is not a floating charge) or fixed security over any tangible or intangible or (in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box

☐ Yes

☒ No

**6 Floating charge**

Is the instrument expressed to contain a floating charge? Please tick the appropriate box

☐ Yes Continue

☒ No Go to Section 7

Is the floating charge expressed to cover all the property and undertaking of the company?

☐ Yes

**7 Negative Pledge**

Do any of the terms of the charge prohibit or restrict the company from creating further security that will rank equally with or ahead of the charge? Please tick the appropriate box

☐ Yes

☒ No

**8 Trustee statement ①**

You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge

☐

① This statement may be filed after the registration of the charge (use form MR06)

**9 Signature**

Please sign the form here

Signature

Signature

X CLIFFORD CHANCE LLP X

*Clifford Chance LLP*

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

# MR01

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

Contact name Adam Eagle 70-40591626

Company name Clifford Chance LLP

Address 10 Upper Bank Street

Post town London

County/Region

Postcode E I 4 5 J J

Country United Kingdom

DX 149120 Canary Wharf 3

Telephone 020 7006 1000



### 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 a certified copy of the instrument with this form
- ☒ You have entered the date on which the charge was created
- ☒ You have shown the names of persons entitled to the charge
- ☒ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☒ You have given a description in Section 4, if appropriate
- ☒ You have signed the form
- ☒ You have enclosed the correct fee
- ☒ Please do not send the original instrument, it must be a certified copy



### 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 filed on paper.

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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)



**FILE COPY**

## **CERTIFICATE OF THE REGISTRATION OF A CHARGE**

Company number: 29022

Charge code: 0002 9022 0020

The Registrar of Companies for England and Wales hereby certifies that a charge dated 23rd January 2015 and created by CLARIDGE'S HOTEL LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 30th January 2015

*Q*

Given at Companies House, Cardiff on 3rd February 2015



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**

EXECUTION VERSION

**C L I F F O R D  
C H A N C E**

**CLIFFORD CHANCE LLP**

DATED 23 January 2015

THE PERSONS LISTED IN SCHEDULE 1  
AS CHARGORS

IN FAVOUR OF

CAPITA TRUST COMPANY LIMITED  
AS THE COMMON SECURITY TRUSTEE

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LEGAL CHARGE  
RELATING TO CLARIDGE'S HOTEL

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We hereby certify this  
to be a true copy of the  
original.

Signed *LGiff* 29/01/15  
Clifford Chance LLP  
10 Upper Bank Street  
London E14 5JJ

## EXECUTION VERSION

**THIS CHARGE** is made by way of deed on 23 January 2015 by:

- (1) **THE PERSONS** listed in Schedule 1 (*Chargors*) (each a "**Chargor**") in favour of
- (1) **CAPITA TRUST COMPANY LIMITED** as trustee for each of the Finance Parties (the "**Common Security Trustee**")

**THIS DEED WITNESSES** as follows:

### 1 LEGAL CHARGE

Each **Chargor** charges with full title guarantee in favour of the **Common Security Trustee** (as trustee for the Finance Parties), with the payment and discharge of the Secured Obligations, by way of first legal mortgage, the freehold and leasehold property specified against its name in Schedule 2 (*Mortgaged Property*) (the "**Mortgaged Property**")

### 2. IMPLIED COVENANTS FOR TITLE

The covenants set out in Sections 3(1), 3(2) and 6(2) of the Law of Property (Miscellaneous Provisions) Act 1994 will not extend to Clause 1 (*Legal charge*).

It shall be implied in respect of Clause 1 (*Legal charge*) that each **Chargor** is disposing of the **Mortgaged Property** free from all charges and incumbrances (whether monetary or not) and from all other rights exercisable by third parties (including liabilities imposed and rights conferred by or under any enactment)

### 3 APPLICATION TO THE LAND REGISTRY

Each **Chargor** consents to an application being made to the Land Registry to enter the following restriction in the Proprietorship Register of any registered land forming part of the **Mortgaged Property**

"No disposition of the registered estate by the proprietor of the registered estate[, or by the proprietor of any registered charge, not being a charge registered before the entry of this restriction,] is to be registered without a written consent signed by the proprietor for the time being of the charge dated [ ] in favour of Capita Trust Company Limited referred to in the charges register [or their conveyancer] "

### 4 FURTHER LOANS

Subject to the terms of the Facility, each Lender is under an obligation to make further Loans to each **Chargor** and that obligation will be deemed to be incorporated in this Legal Charge as if set out in this Legal Charge. Each **Chargor** consents to an application being made to the Land Registry to enter the obligation to make further Loans on the Charges Register relating to the **Mortgaged Property**

### 5. GOVERNING LAW

This Legal Charge and all non-contractual obligations arising out of or in connection with it are governed by English law

EXECUTION VERSION

**THIS CHARGE** has been executed as, and is intended to take effect as, a deed by each Chargor and has been signed by Common Security Trustee on the date written on the first page of this Legal Charge

EXECUTION VERSION

**SCHEDULE 1 TO LEGAL CHARGE  
THE CHARGORS**

<b>Name</b>	<b>Jurisdiction</b>	<b>Company Number</b>
Claridge's Hotel Limited	Incorporated in England and Wales	29022



EXECUTION VERSION

**SCHEDULE 2 TO LEGAL CHARGE  
MORTGAGED PROPERTY**

<b>Chargor Name</b>	<b>Property Description</b>	<b>Title Number</b>
Claridge's Hotel Limited	Claridge's Hotel, Brook Street, London W1K 4HR	NGL633367

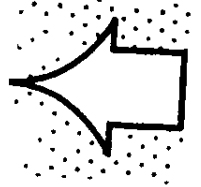
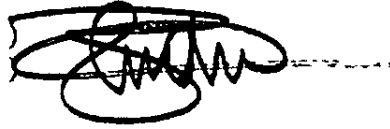
EXECUTION VERSION

EXECUTION PAGE TO LEGAL CHARGE

Chargors

EXECUTED AS A DEED by

CLARIDGE'S HOTEL LIMITED



Director

Name **STEPHEN ALDEN**

in the presence of

Signature of witness



Name of witness **RACHEL O'CONNOR**

Address of witness



DLA PIPER

DLA PIPER UK LLP  
3 NOBLE STREET  
LONDON EC2V 7EJ  
TEL 08700 111 111  
FAX 020 7796 6666  
DX 33866 FINSBURY SQUARE

Occupation of witness **SOLICITOR**

Common Security Trustee

Signed by )

**CAPITA TRUST COMPANY LIMITED** )

acting by its authorised attorney )

\_\_\_\_\_  
) Authorised Attorney

)

)

EXECUTION VERSION

**EXECUTION PAGE TO LEGAL CHARGE**

**Chargors**

**EXECUTED AS A DEED by**

)  
)

**CLARIDGE'S HOTEL LIMITED**

Director  
Name

in the presence of

Signature of witness

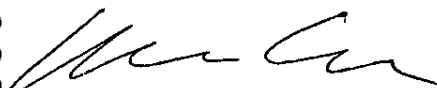
Name of witness

Address of witness

Occupation of witness

**Common Security Trustee**

Signed by **Helena Anne Jane Giles** )  
**CAPITA TRUST COMPANY LIMITED** )  
acting by its authorised attorney )

  
\_\_\_\_\_  
) Authorised Attorney

)  
)