

MG01

Particulars of a mortgage or charge

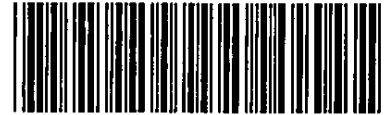
188015/13

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
in England and Wales or Northern
Ireland

What this form is NOT for
You cannot use this form to register
particulars of a charge for a Scottish
company. To do this, please use
form MG01s

TUESDAY



A1FABUDV
A12 14/08/2012 #99
COMPANIES HOUSE

1 Company details

Company number 0 0 0 3 8 4 8 7

Company name in full PORTHMINSTER HOTEL COMPANY LIMITED (the "Company")

3 For official use

→ 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 3 1 m 0 7 y 2 0 y 1 2

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 A legal charge of licensed premises dated 31 July 2012 between the Company and the
Bank (as defined below) (the "Legal Charge") relating to a £5,100,000 facility agreement
dated 22 June 2012

4 Amount secured

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

Amount secured All the Company's liabilities to National Westminster Bank Plc (the "Bank") (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

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

Name National Westminster Bank Plc

Address PO Box 309, Chandlers Ford,

Eastleigh, Hampshire

Postcode S O 5 5 3 U D

Name

Address

Postcode

Continuation page

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

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 By way of legal mortgage all legal interest in the leasehold known as St Ives Harbour Hotel, The Terrace, St Ives, Cornwall TR26 2BN held under a lease dated 31 July 2012 for a term of 999 years from 31 July 2012 made between (1) UBS Trustees (Jersey) Limited and UBS TC (Jersey) Limited as Trustees of Pramenca UK Grand Lease Fund and (2) the Company Land Registry Title no to be allocated ('the Property')

2 By way of fixed charge -

2 1 any other interest in the Property,

2 2 all rents receivable from any lease granted out of the Property,

2 3 all the goodwill of the Company's business carried on at the Property,

2 4 the proceeds of any insurance affecting the Property,

2 5 the benefit of all certificates or licences held by the Company, or a nominee of the Company, for any licensable activities carried on at the Property

2 6 all fixtures and fittings not forming part of the Property

2 7 all plant and machinery at the Property, including any associated warranties and maintenance contracts

2 8 all furniture, furnishings, equipment, tools and other goods kept at the Property, that are not regularly disposed of in the ordinary course of business

Note - The Legal Charge contains covenants by the Company that the Company will not without the consent of the Bank

(a) permit or create any mortgage charge or lien on the Property, or dispose of the Property,

(b) grant or accept a surrender of any lease or licence of the Property or consent to any assignment or sub-letting by a tenant or part with or share possession or occupation of the Property

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

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



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 Michael O'Donoghue

Company name Simmons & Simmons LLP

Address Citypoint

One Ropemaker Street

Post town London

County/Region

Postcode E C 2 Y 9 S S

Country England

DX DX Box No 12 Chancery Lane London

Telephone 020 7825 4135

✓ 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

i 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

COMPANY NO. 38487
CHARGE NO. 13

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 31 JULY
2012 AND CREATED BY PORTHMINSTER HOTEL COMPANY
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO NATIONAL WESTMINSTER
BANK PLC ON ANY ACCOUNT WHATSOEVER WAS
REGISTERED PURSUANT TO CHAPTER 1 PART 25 OF THE
COMPANIES ACT 2006 ON THE 14 AUGUST 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17 AUGUST 2012



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES