

MG01

Particulars of a mortgage or charge



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LASERFORM

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
company. To do this, please use
form MG01s

TUESDAY



LD6

11/09/2012

#11

COMPANIES HOUSE

1

Company details

Company number 00041254

Company name in full Hampshire County Cricket Ground Company, Limited (The)
(the **Company**)

22

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 06/09/2012

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 Guarantee and Debenture (the **Guarantee and Debenture**)

4

Amount secured

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

Amount secured

All obligations and liabilities from time to time owing or incurred by
the Company to the Chargee under or in connection with the Wider
Site Landlord Documents

Golf Course Underlease means the underlease relating to the Golf
Course dated 6 September 2012 between the Chargee, as landlord,
the Company, as tenant, and Rose Bowl plc, as parent

Golf Course Additional Land Underlease means the underlease
relating to the land on the west side of the M27 hedge end (part of
the golf course) (Golf Course Additional Land) dated 6 September
2012 between the Chargee, as landlord, the Company, as tenant,
and Rose Bowl plc, as parent

(see continuation page)

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 **Eastleigh Borough Council (the Chargee)**

Address **Civic Offices, Leigh Road,
Eastleigh**

Postcode **S O 5 0 9 Y N**

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 The Guarantee and Debenture charges all the present and future assets of the Company
- 2 It creates first legal mortgages over
 - (a) the leasehold land (Golf Course, Botley Road, West End, Southampton) described in the Golf Course Underlease (title number to be allocated),
 - (b) the leasehold land on the west side of the M27, Hedge End, Southampton, described in the Golf Course Additional Land Underlease (title number to be allocated),
 - (c) the leasehold land (Golf Club House, West End, Southampton) described in the Old Club House Underlease (title number to be allocated), and
 - (d) the leasehold land (The Ageas Bowl (formerly Rose Bowl), County Cricket Ground, West End, Southampton) described in the Stadium Underlease (title number to be allocated)
- 3 It creates first fixed charges over all of the present and future assets of the Company of the following types
 - (a) land including proceeds of any disposal of any such land,
 - (b) equipment,
 - (c) permitted investments,(see continuation page)

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

Nil

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 Norton Rose LLP

X

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 Clive Weston

Company name Norton Rose LLP

Address Collect London Counters

Ref. Clive Weston/Hannah Truman

LN29193

Post town

County/Region

Postcode

Country

DX

Telephone +44 (0)20 7283 6000



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

Old Club House Underlease means the underlease relating to the Golf Club House dated 6 September 2012 between the Chargee, as landlord, the Company, as tenant, and Rose Bowl plc, as parent

Stadium Underlease means the underlease relating to the Hampshire Rose Bowl County Cricket Ground dated 6 September 2012 between the Chargee, as landlord, the Company, as tenant, and Rose Bowl plc, as parent

Wider Site Landlord Documents means

- (a) the Wider Site Underleases,
- (b) the Guarantee and Debenture,
- (c) any other document defined as Wider Site Landlord Document in the Guarantee and Debenture, and
- (d) any other document entered into pursuant to those documents or designated as a Wider Site Landlord Document by the Chargee

Wider Site Underleases means

- (a) the Stadium Underlease,
- (b) the Old Club House Underlease,
- (c) the Golf Course Underlease, and
- (d) the Golf Course Additional Land Underlease

MG01 - continuation page

Particulars of a mortgage or charge

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

- (d) key contracts,
 - (e) balances on bank accounts,
 - (f) intellectual property,
 - (g) debts, and
 - (h) goodwill and uncalled capital,
- in each case, together with all associated rights
- 4 It creates a first floating charge over all of the Company's other present and future assets
- 5 It contains an undertaking by the Company that unless the Chargee agrees to the contrary, no Security is permitted to exist over all or any part of its present or future assets, rights or revenues except for certain limited Security
- (a) arising under the Wider Site Landlord Documents,
 - (b) arising by operation of law in the Company's ordinary course of trade,
 - (c) created in respect of any retention of title, hire purchase or conditional sale arrangement in respect of goods supplied to the Company in its ordinary course of trade, or
 - (d) otherwise permitted by the Chargee in writing
- Security means**
- (a) any mortgage, charge, pledge, lien, hypothecation, assignment by way of security, trust arrangement for the purpose of providing security or other security interest of any kind in any jurisdiction,
 - (b) any proprietary interest over an asset, or any contractual arrangement in relation to an asset, in each case created in relation to financial indebtedness and which has the same commercial effect as if security had been created over it, and
 - (c) any right of set-off created by agreement



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 41254
CHARGE NO. 21**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A GUARANTEE AND DEBENTURE
DATED 6 SEPTEMBER 2012 AND CREATED BY HAMPSHIRE
COUNTY CRICKET GROUND COMPANY,LIMITED(THE) FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO EASTLEIGH BOROUGH COUNCIL 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
11 SEPTEMBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14 SEPTEMBER
2012

4/c



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES