197779/13

In accordance with Sections 859A and 859J of the Companies Act 2006

MR01
Particulars of a charge

Companies House

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 companieshouse 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 no instrument Use form MR08

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

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 court order extending the time for delivery

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

TUESDAY

A41XWB95
A12 24/02/2015 #104
COMPANIES HOUSE

1 Company details

For official use

Company number	1 6 6 9 5 7
Company name in full	PEEL LAND AND PROPERTY INVESTMENTS PLC

→ **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	d 1 9 m 0 2 y 2 0 1 5

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	The Law Debenture Trust Corporation p l c
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

MR01
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

None

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 ❶

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

☐

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

9 Signature

Please sign the form here

Signature

Signature

X Ashurst X

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 Ian Lobo

Company name Ashurst LLP

Address 5 Appold Street

Post town London

County/Region

Postcode E C 2 A 2 H A

Country UK

DX 639 London City

Telephone 020 7859 2426

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 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

FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 166957

Charge code: 0016 6957 0081

The Registrar of Companies for England and Wales hereby certifies that a charge dated 19th February 2015 and created by PEEL LAND AND PROPERTY INVESTMENTS PLC was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 24th February 2015.

Given at Companies House, Cardiff on 4th March 2015

Companies House

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

DATED 19 February 2015

We certify this to be a true copy
Ashurst LLP

PEEL LAND AND PROPERTY INVESTMENTS PLC

- and -

THE LAW DEBENTURE TRUST CORPORATION p.l.c.

SUPPLEMENTAL TRUST DEED

relating to the 8 $^{3}/_{8}$ per cent First Mortgage Debenture

Stock 2040 of Peel Land and Property Investments Plc

recording the Release of Mortgaged Property

and charging of a cash sum

Legal Department

Peel Management Limited

Peel Dome

The Trafford Centre

Manchester

M17 8PL

THIS SUPPLEMENTAL TRUST DEED is made on the 19 day of February 2015

BETWEEN:

(1) **PEEL LAND AND PROPERTY INVESTMENTS PLC** (registered in England Number 166957) whose registered office is at Peel Dome The Trafford Centre Manchester M17 8PL (hereinafter called the "Company"), and

(2) **THE LAW DEBENTURE TRUST CORPORATION p.l.c.** whose principal office is at Fifth Floor 100 Wood Street London EC2V 7EX (the "Trustee")

WHEREAS:

(A) This Deed is supplemental to

(1) an amended and restated trust deed dated 12 May 2010 between the Company (1) and the Trustee (2), (the "Principal Trust Deed")

(2) a supplemental trust deed dated 26 May 2010 between the Company (1) and the Trustee (2) providing for the admission of certain additional properties,

(3) a further supplemental deed also dated 26 May 2010 between the Company (1) and the Trustee (2),

(4) a supplemental trust deed dated 4 June 2010 made between the Company (1) and the Trustee (2) for consideration and securing £50m of 8 $^{3}/_{8}$% First Mortgage Debenture Stock 2040,

(5) a deed of release dated 30 September 2011 made between the Company (1) and the Trustee (2) providing for the release of certain Mortgaged Property,

(6) a deed of release dated 25 July 2012 made between the Company (1) and the Trustee (2) providing for a release of certain Mortgaged Property,

(7) a supplemental trust deed dated 15 April 2013 made between the Company (1) and the Trustee (2) providing for the charging of additional Mortgaged Property,

(8) a deed of release dated 1st November 2013 made between the Company (1) and the Trustee (2) providing for the release of certain Mortgaged Properties, and

(9) a supplemental trust deed dated 28th November 2014 made between the Company (1) and the Trustee (2) providing for the charging and release of Mortgaged Property

(10) a supplemental trust deed dated 23 January 2015 made between the Company (1) and the Trustee (2) providing for the charging and release of Mortgaged Property

(the deeds referred to in (2) to (10) inclusive being hereinafter together called the "Supplemental Trust

Deeds")

(B) Words and expressions defined in the Principal Trust Deed shall, unless the context requires otherwise have the same meaning in this deed "Trust Deed" means the Principal Trust Deed and the Supplemental Trust Deeds

(C) Clause 11(A) of the Principal Trust Deed entitles the Company to withdraw all or any part of the Mortgaged Property charged by it upon the Company charging by way of first specific charge in favour of the Trustee and to its satisfaction as part of the Mortgaged Property other immovable property or by paying or charging to the Trustee a sum of money so as to form part of the Mortgaged Property or partly in one way and partly in the other subject as provided in the said Clause 11(A).

(D) The Company has requested the Trustee pursuant to Clause 11(A) of the Principal Trust Deed to consent in the release of the property more particularly described in the Schedule (the "Released Property") in substitution for the charging of cash being the proceeds of the sale of the Released Property also more particularly described in the Schedule together with a top up payment (the "Substituted Property")

NOW THIS SUPPLEMENTAL DEED WITNESSETH AND IT IS HEREBY AGREED AND DECLARED as follows

1 In consideration of the charging of the Substituted Property pursuant to clause 11(A) of the Trust Deed, the Trustee hereby releases the Released Property free and discharged from the charges created by the Trust Deed

2 The parties hereto declare that the Trust Deed shall remain in full force and effect with regard to the remainder of the Mortgaged Property charged thereby, and that nothing in this deed shall prejudice or affect the security of the Trustee under the Trust Deed in respect of the remaining Mortgaged Property and assets charged therein, or the liabilities of the Company or the rights of the Trustee thereunder

3 Each of the parties to this document intends it to be a deed and agreed to execute and deliver it as a deed

4 This Supplemental Trust Deed shall be governed and construed in accordance with English Law

IN WITNESS whereof this document as a deed the day and year first before written

THE SCHEDULE

(The Released Property)

Property

1 The Peel Centre, Lower Audley Street, Blackburn registered at the Land Registry with title number LA686566

2 The former Coach Park at Blackburn Arena, Blackburn BB1 1DG registered at the Land Registry with title number LAN116364

(The Substituted Property)

1 Cash in the sum of £12,500,000

EXECUTED AS A DEED by

PEEL LAND AND PROPERTY INVESTMENTS PLC

by means of these signatures and delivered

Director

Director

THE COMMON SEAL of

THE LAW DEBENTURE TRUST

CORPORATION p l c.

was herewith affixed in the presence of

Director

Authorised Signatory