

# M

CHFP041

COMPANIES FORM No. 395

## Particulars of a mortgage or charge

# 395

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Please do not  
write in  
this margin

Please complete  
legibly, preferably  
in black type or  
bold block  
lettering

\* Insert full name  
of company

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use Company number

☐ ☐ ☐ 7

03081440

Name of company

\*Turnstone (Cambridge) Limited (the "Company")

Date of creation of the charge

6 March 2009

Description of the instrument (if any) creating or evidencing the charge (note 2)

Legal Charge (the "Deed")

Amount secured by the mortgage or charge

All moneys and liabilities which shall for the time being (and whether on or at any time after demand) be due owing or incurred to the Bank by the Company whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest discount commission or other lawful charges and expenses which the Bank may in the course of its business charge or incur for keeping the Company's account or otherwise and so that interest shall be computed and compounded according to the usual mode of the Bank as well after as before any demand made or judgement obtained under the deed (the "Indebtedness")

Names and addresses of the mortgagees or persons entitled to the charge

Dunbar Bank Plc (the "Bank"), 33 Jermyn Street, London

Postcode SW1Y 6AD

Presenter's name, address and  
reference (if any):

BRECHER  
HERON PLACE  
3 GEORGE STREET  
LONDON W1U 3QG  
~~DX 42701 OXFORD CIRCUS NORTH~~  
RHB/JAO/D68-278

Time critical reference

For official use (02/2006)  
Mortgage Section

WEDNESDAY



\*ALAD8820\*

A45

11/03/2009

250

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Company charges to the Bank with full title guarantee:

(a) by way of first legal mortgage the freehold land and buildings being land and buildings on the west side of London Road Pampisford South Cambridgeshire as the same is registered at the Land Registry with title absolute under title number CB151543 but excluding the land transferred by a Form TP1 dated 19 January 2009 between Turnstone (Cambridge) Limited (1) and Turnstone Iconix Park Limited (2) (the "**Property**");

(b) by way of fixed charge all of its rights to and interest in any insurances in respect of the Property taken out by or on behalf of the Company;

(c) by way of fixed charge the gross rents licence fees and other monies receivable now or hereafter at anytime by the Company in respect of or arising out of any lease or otherwise without limitation derived by or paid to or received by the Company in respect of the Property (including without limitation all mesne profits) (the "**Rental Income**") but excluding insurance rents or service charges or the like or any value added tax thereon;

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bold block  
lettering

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in respect of each  
register entry for a  
mortgage or  
charge.  
(See Note 5)

Particulars as to commission allowance or discount (note 3)

Nil

Signed

*Brecker*

Date 10 March 2009

On behalf of ~~company~~ [mortgagee/chargee] <sup>†</sup>

<sup>†</sup> Delete as  
appropriate

Notes

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the Registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
  - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
5. A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:- Companies House, Crown Way, Cardiff CF4 3UZ.

Please do not  
write in this  
margin

## Particulars of a mortgage or charge (continued)

Continuation sheet No 1  
to Forms Nos 395 and 410 (Scot)

Company number

03081440

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

Name of company

Turnstone (Cambridge) Limited

limited\*

\*Delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

1

**Please complete legibly, preferably in black type, or bold block lettering.**

Please do not write in this margin **Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)**

**Please complete legibly, preferably in black type, or bold block lettering**

Short particulars of all the property mortgaged or charged (continued)

Please do not  
write in this  
margin

Please complete  
legibly, preferably  
in black type, or  
bold block  
lettering.

(d) by way of fixed charge all its interest in and rights under any contracts or agreements or claims for or in respect of the sale purchase leasing mortgaging management carrying out of works to development or redevelopment of or other dealing with or ownership of the Property or any part thereof (including for the avoidance of doubts its rights (A) against any person giving any guarantee or security for the performance of any obligations under any such contracts or agreements (B) against any person arising under any agreement for the provision of professional or other services in connection with the carrying out of any works to the Property and (C) against any person arising under any environmental claim by the Company);

(e) by way of fixed charge the goodwill of any business carried on by the Company at the Property; and

(f) by way of floating charge all moveable plant machinery implements utensils furniture and equipment now or from time to time at the Property

((a) to (f) together being the "Mortgaged Property").

**Note inter alia that:**

1. The Company will not without the prior written consent of the Bank convey assign or transfer any estate in the Mortgaged Property to any other person nor create or purport or attempt to create or permit to subsist any mortgage charge lien (otherwise than a lien arising automatically by the operation of law) right of set-off or other security interest or other encumbrance of the Mortgaged Property or any part thereof nor create or purport to attempt to create or permit to subsist any floating charge or debenture over the whole or substantially the whole of the assets and/or undertaking of the Company without the prior written consent of the Bank.

2. No statutory or other power of granting or agreeing to grant or of accepting surrenders of leases or tenancies and approving assignments or underlettings of leases or tenancies of the Property or any part thereof shall be capable of being exercised by the Company without the prior consent in writing of the Bank.



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

**Pursuant to section 401(2) of the Companies Act 1985**

**COMPANY NO. 3081440  
CHARGE NO. 6**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A FLOATING CHARGE DATED 6  
MARCH 2009 AND CREATED BY TURNSTONE (CAMBRIDGE)  
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME  
DUE FROM THE COMPANY TO DUNBAR BANK PLC UNDER  
THE TERMS OF THE AFOREMENTIONED INSTRUMENT  
CREATING OR EVIDENCING THE CHARGE WAS REGISTERED  
PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT  
1985 ON THE 11 MARCH 2009**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 16 MARCH 2009**



*Companies House*  
— for the record —



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



**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

**Pursuant to section 401(2) of the Companies Act 1985**

**COMPANY NO. 3081440  
CHARGE NO. 7**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 6 MARCH  
2009 AND CREATED BY TURNSTONE (CAMBRIDGE) LIMITED  
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM  
THE COMPANY TO DUNBAR BANK PLC UNDER THE TERMS OF  
THE AFOREMENTIONED INSTRUMENT CREATING OR  
EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO  
CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 11  
MARCH 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16 MARCH 2009



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES