

# M

CHFP041

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

\* Insert full name  
of company

COMPANIES FORM No. 395

## Particulars of a mortgage or charge

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

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



03226054

Name of company

RECTORY HOUSE LIMITED

Date of creation of the charge

4TH APRIL 2008

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

DEBENTURE

Amount secured by the mortgage or charge

The liabilities of the Borrower to the Lender under or pursuant to the Finance Documents as defined in a facility agreement dated 4th April 2008 made between Esquire Realty (Cavendish) Limited and Abbey National Treasury Services PLC except for any liabilities which, if secured by this Debenture, would result in a contravention by the Borrower of Section 151 of the Companies Act 1985

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

Abbey National Treasury Services plc of 2 Triton Square, Regent's Place,  
London,

Postcode NW1 3AN

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

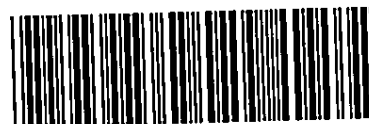
Underwood Solicitors LLP  
40 Welbeck Street  
London  
W1G 8LN  
DX 9074 West End  
RRZ-4500.18

Time critical reference

For official use (02/2006)  
Mortgage Section

Post room

WEDNESDAY



\*A1P04YQS\*

A40

09/04/2008

274

COMPANIES HOUSE

036464/78  
**395**

Short particulars of all the property mortgaged or charged

Please do not  
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See Attached

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

A fee is  
payable to  
Companies House  
in respect of each  
register entry for a  
mortgage or  
charge  
(See Note 5)

Particulars as to commission allowance or discount (note 3)

Signed

Date

8/4/08

On behalf of ~~company~~ [mortgagee/chargee]†

† 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.

Particulars of a mortgage or charge

Name of Company                      RECTORY HOUSE LIMITED

Number of Company                  03226054

### **SCHEDULE OF CHARGES, COVENANTS AND RESTRICTIONS**

**contained in a Debenture in favour of Abbey National Treasury Services plc ("Abbey")  
dated 4<sup>th</sup> April 2008  
Charges**

The Company charges to Abbey -

- 1 1      By way of legal mortgage its interest in the Land referred to in Schedule 2 of the Debenture, and
- 1 2      By way of fixed charge any right, title or interest which it has now or may subsequently acquire to or in any other land
- 2        By way of fixed charge all Investments as defined in the Debenture, including those held for it by any nominee
- 3        By way of fixed charge all Equipment as defined in the Debenture in so far as it is not charged by way of legal mortgage under Paragraph 1
- 4        By way of fixed charge all amounts standing to the credit of
  - 4 1      each Account as defined in the Debenture, and
  - 4 2      any other account held with Abbey in its name or to which it is beneficially entitled
- 5        By way of fixed charge all Intellectual Property Rights as defined in the Debenture
- 6        By way of fixed charge its goodwill
- 7        By way of fixed charge its uncalled capital
- 8        By way of fixed charge the benefit of all Authorisations as defined in facility letter dated 4<sup>th</sup> April 2008 made between the Company and Abbey held in relation to any Security Asset as defined in the Debenture
- 9        By way of assignment absolutely or (if and to the extent that the assignment is not effective) charges by way of fixed charge all amounts from time to time standing to the credit of each account held with a party, other than Abbey, in its name or to which it is beneficially entitled
- 10       By way of assignment absolutely all its rights and interests in the Insurances as defined in the Debenture
- 11       By way of assignment absolutely all rights under any agreement to which it is a party and which are not mortgaged, charged by way of fixed charge or assigned under any of paragraphs 1 to 10 above (inclusive)
- 12       By way of floating charge all its present and future business, undertaking and assets which are not effectively mortgaged, charged by way of fixed charge or assigned under paragraphs 1 to 11 above (inclusive)



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

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

COMPANY NO. 3226054  
CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A DEBENTURE DATED 4 APRIL 2008  
AND CREATED BY RECTORY HOUSE LIMITED FOR SECURING  
ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY  
TO ABBEY NATIONAL TREASURY SERVICES 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  
9 APRIL 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15 APRIL 2008

