

# MG01

## Particulars of a mortgage or charge

172458/13



**iris**  
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  
particulars of a charge for a  
company. To do this, please  
use form MG01s

TUESDAY



A27 \*A002NBLT\* 13/12/2011 #65  
COMPANIES HOUSE

### 1 Company details

Company number 03342451

Company name in full London Irish Holdings Limited (the "Company")

9 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 28 11 2011

### 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 (the "**Legal Charge**") dated 28 November 2011 between (1) the Company and (2)  
John Conlan, Oval Ventures Limited, and Steve Palmer (together the "**Security Trustees**")

### 4 Amount secured

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

Amount secured All money and other obligations and liabilities as outstanding from  
time to time agreed to be paid or discharged by the Company under  
the Rugby Bond Instrument

**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	John Conlan
Address	London Irish Holdings Limited, The Avenue, Sunbury on Thames, Middlesex
Postcode	T W 1 6 5 E Q
Name	Steve Palmer
Address	London Irish Holdings Limited, The Avenue, Sunbury on Thames, Middlesex
Postcode	T W 1 6 5 E Q

**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	<p>By Clause 3 of the Legal Charge, the Company, with full title guarantee, charges the Property to the Security Trustees by way of legal mortgage with payment or discharge of all money and other obligations and liabilities agreed to be paid or discharged by the Company under the Rugby Bond Instrument or the Rugby Bond or otherwise secured by the Legal Charge</p> <p>By Clause 5.5 of the Legal Charge the Company shall not without the previous consent in writing of the Security Trustees not to be unreasonably withheld or delayed (and then only to the extent permitted by and in accordance with any conditions attached to such consent) create or permit to subsist to a value greater than £X any mortgage, pledge, charge, encumbrance, lien or other security interest in the Property other than the security interest created by the AIB Charge, the Other Rugby Bond Charge and the 2008 Rugby Bond Charge. For these purposes X shall be £500,000 less any amount secured by any charge over the Other LI Premises (other than the Other Rugby Bond Charge) and which is or will not also be secured by a charge over the Property</p> <p>In this form, any reference to</p> <p><b>"2008 Rugby Bond Charge"</b> means the legal mortgage dated 21 April 2008 between London Irish Rugby Football Ground Limited and the Security Trustees over freehold property known as the land on the north of Manor Lane and west of The Avenue Sunbury registered at the Land Registry under Title Numbers SY456116 and SY456117, and the legal Mortgage dated 15 December 2010 between the Company and the Security Trustees over freehold property known as the land on the west side of The Avenue Sunbury registered at the Land Registry under Title Number SY678171</p>
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## Particulars of a mortgage or charge

<b>5</b>	<b>Mortgagee(s) or person(s) entitled to the charge</b>
	Please give the name and address of the mortgagee(s) or person(s) entitled to the charge
Name	Oval Ventures Limited
Address	C/O A & L Goodbody, 4th Floor Augustine House, 6A Austin Friars, London
Postcode	E C 2 N 2 H A
Name	
Address	
Postcode	
Name	
Address	
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Postcode	
Name	
Address	
Postcode	

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## 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 Nicola Bex

Company name Field Fisher Waterhouse LLP

Address 35 Vine Street

Post town London

County/Region

Postcode E C 3 N 2 A A

Country

DX CDE 823

Telephone 0207 8614697

### 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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)

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## Particulars of a mortgage or charge

### 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 Field Fisher Waterhouse LLP X

This form must be signed by a person with an interest in the registration of the charge

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## 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

"**AIB Charge**" means the legal mortgage dated 15 December 2010 between London Irish Rugby Football Ground Limited and AIB Group (UK) p l c ("**AIB**") over freehold property known as the land on the north of Manor Lane and west of The Avenue Sunbury registered at the Land Registry under Title Numbers SY456116 and SY456117, and the legal Mortgage dated 15 December 2010 between the Company and AIB over freehold property known as the land on the west side of The Avenue Sunbury registered at the Land Registry under Title Number SY678171

"**Other LI Premises**" means the freehold property known as the land on the north of Manor Lane and west of The Avenue Sunbury registered at the Land Registry under Title Numbers SY456116 and SY456117

"**Other Rugby Bond Charge**" means the charge created by legal mortgage dated 28 November 2011 between London Irish Rugby Football Ground Limited and the Security Trustees over freehold property known as the land on the north of Manor Lane and west of The Avenue Sunbury registered at the Land Registry under Title Numbers SY456116 and SY456117, or any amended, restated, supplemented, novated and/or otherwise transferred charge

"**Property**" means the land on the west side of The Avenue Sunbury registered at H M Land Registry under Title Number SY678171, with the benefit of and subject to the rights and others referred to in the Property and Charges Registers of that title number, and all buildings and fixtures on it

"**Rugby Bond Instrument**" means the instrument dated 28 November 2011 constituting the 10% secured "2011 Rugby Bond" in accordance with the terms and conditions set out therein and entered into by the Company and London Irish Rugby Football Ground Limited (as amended, restated, supplemented, novated and/or otherwise transferred from time to time)

"**Rugby Bond**" means the indebtedness of the Company to the holders of the notes issued pursuant to the terms of the Rugby Bond Instrument

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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



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

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

**COMPANY NO. 3342451  
CHARGE NO. 9**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 28  
NOVEMBER 2011 AND CREATED BY LONDON IRISH HOLDINGS  
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME  
DUE FROM THE COMPANY TO JOHN CONLAN, STEVE PALMER  
AND OVAL VENTURES LIMITED 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 13 DECEMBER  
2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 DECEMBER  
2011

*DX*



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES