

MG01

030927/13



## Particulars of a mortgage or charge

### 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 for a Scottish  
company. To do this, please use  
form MG01s

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12/02/2010

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COMPANIES HOUSE

<b>1 Company details</b>		<b>For official use</b>
Company number	3 8 9 6 8 0 9	<b>Filing in this form</b> Please complete in typescript or in bold black capitals  All fields are mandatory unless specified or indicated by *
Company name in full	GRS Inns Limited	
<b>2 Date of creation of charge</b>		
Date of creation	28 01 2010	
<b>3 Description</b>		
Description	Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'	
A Deed of Assignment dated 28 January 2010 between London Town Management Services Limited (registered in England and Wales under company number 2159755) ("LTMS"), GRS Pubs Limited (registered in England and Wales under company number 4111631) and GRS Pubs Investments Limited (registered in England and Wales under company number 05895613) (together the "Lenders" and each a "Lender") and GRS Inns Limited ("GRS")		
<b>4 Amount secured</b>		
Amount secured	Please give us details of the amount secured by the mortgage or charge	
Terms not otherwise defined in this section shall have the meanings set out in the definitions section on the following page		
As security for the Secured Obligations, GRS has agreed to assign and transfer all its rights, title and interest in and to the Secured Assets to LTMS on behalf of the Lenders on the terms and conditions set out in the Deed of Assignment		
		<b>Continuation page</b> Please use a continuation page if you need to enter more details

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<b>5</b>	<b>Mortgagee(s) or person(s) entitled to the charge (if any)</b>	<b>Continuation page</b> Please use a continuation page if you need to enter more details
	Please give the name and address of the mortgagee(s) or person(s) entitled to the charge	
Name	London Town Management Services Limited	
Address	Emerald House, East Street, Epsom, Surrey	
Postcode	K T 1 7 1 H S	
Name	GRS Pubs Limited	
Address	Emerald House, East Street, Epsom, Surrey	
Postcode	K T 1 7 1 H S	
<b>6</b>	<b>Short particulars of all the property mortgaged or charged</b>	<b>Continuation page</b> Please use a continuation page if you need to enter more details
	Please give the short particulars of the property mortgaged or charged	
Short particulars	<p>Terms not otherwise defined shall have the meanings set out below under Definitions</p> <p>In consideration of the Lenders agreeing to provide loans to GRS pursuant to the Loan Agreements and as security for the repayment of the Secured Obligations, GRS assigned and transferred to LTMS on behalf of the Lenders on and with effect from 28/01/2010, with full title guarantee, all the rights, title, benefit and interest of the Company whatsoever under or arising out of or in respect of the <u>Secured Assets</u></p> <p><b>DEFINITIONS:</b></p> <p>"Credit Balances" mean all moneys credited to any account in the name of GRS held at National Westminster Bank plc or at any other bank or financial institution,</p> <p>"Loan Agreements" means the Loan Agreements between a Lender and GRS dated 28 January 2010,</p> <p>"Relevant Proportion" means, in relation to a Lender, the amount outstanding under the Loan Agreement between it and GRS as a proportion of the aggregate sums owing by GRS under all the Loan Agreements;</p> <p>"Secured Assets" means all amounts owing or paid from time to time to GRS from its customers (whether or not invoiced) and all Credit Balances,</p> <p>7 "Secured Obligations" means any and all liabilities of GRS to the Lenders arising under the terms of the Loan Agreements along with all rights of the Lenders relating to them</p>	

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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

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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 866)

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 870) 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)

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Signature

Please sign the form here

Signature

Signature

X Jones Jay 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



### 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

Arabella Hillyard

Company name

Jones Day

Address

21 Tudor Street

London

Post town

County/Region

Postcode

E C 4 Y 0 D J

Country

DX

DX 67 London/Chancery

Telephone

020 7039 5959



### 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,  
First Floor, Waterfront Plaza, 8 Laganbank Road,  
Belfast, Northern Ireland, BT1 3BS  
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)**

# MG01 - continuation page

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## Amount secured

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

Amount secured

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Particulars of a mortgage or charge



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## Mortgagee(s) or person(s) entitled to the charge

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge

Name GRS Pub Investments Limited

Address Emerald House, East Street, Epsom, Surrey

Postcode K T 1 7 I H S

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode

Name

Address

Postcode



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

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

**COMPANY NO. 3896809  
CHARGE NO. 23**

**THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A DEED OF ASSIGNMENT DATED 28  
JANUARY 2010 AND CREATED BY GRS INNS LIMITED FOR  
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE  
COMPANY TO LONDON TOWN MANAGEMENT SERVICES  
LIMITED, GRS PUBS LIMITED AND GRS PUB INVESTMENTS  
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 12 FEBRUARY 2010**

**GIVEN AT COMPANIES HOUSE, CARDIFF THE 16 FEBRUARY  
2010**

*OX, Selb.*



*Companies House*  
— for the record —



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