

## 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.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[1141]

4342367

Name of company

\* HRWF (Craigleith) Limited (the "Chargors")

Date of creation of the charge

6 November 2006

(2 OCTOBER 2006 AND 26 SEP)

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

Standard Security (the "Standard Security")

Amount secured by the mortgage or charge

The Secured Liabilities.

See Continuation Sheet 1 for definitions.

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

Bayerische Hypo- Und Vereinsbank Aktiengesellschaft, London Branch, 41 Moorgate, London acting as agent and trustee for itself and each Finance Party (the "Agent")

Postcode EC2R 6PP

Presentor's name address and  
reference (if any):

Maclay Murray & Spens  
3 Glenfinlas Street  
Edinburgh  
EH3 9BN  
DX ED137 EDINBURGH

AMR/ASM/HYP.2.50 SS (Main)

Time critical reference

For official Use (02/00)

Mortgage Section

Post room

MONDAY



SCT

\*SNGVMKVR\*

27/11/2006

1098

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

ALL and WHOLE the subjects and others known as Craigleith Retail Park, Edinburgh registered in the Land Register of Scotland under Title Numbers MID15694 and MID23.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

N/A

Signed

*Brasley Reid*

FOR AND ON BEHALF OF

Date

24/11/06.

MACLAY MURRAY & SPENS LLP

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

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

† 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 must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

## **Continuation sheet**

To the Registrar of Companies

Name of company

Company number

HRWF (Craigleith) Limited

4342367

HRWF (Craigleith) Limited (the "Chargors")

For the purpose of this form 395:

### **Definitions**

**"Credit Agreement"**

means a credit facility agreement dated on or around the date of the Standard Security between the Consenters as the Borrowers (as defined therein), the Manager (as defined therein), the Original Chargors (as defined therein), the Arrangers (as defined therein), the Original Lender (as defined therein), the Original Counterparty (as defined therein) and Bayerische Hypo- Und Vereinsbank Aktiengesellschaft, London Branch as Agent for a loan facility of up to £700,000,000 to the Borrowers as the same may be amended, varied, supplemented, novated, restated, replaced or renewed from time to time (including supplements for further advances);

**"Finance Document"**

has the meaning ascribed to it in the Credit Agreement.

**"Finance Party"**

has the meaning ascribed to it in the Credit Agreement.

**"Obligor"**

has the meaning ascribed to it in the Credit Agreement.

**"Secured Liabilities"**

means all present and future obligations and liabilities (whether actual or contingent and whether owed jointly or severally or in any other capacity whatsoever) of each Obligor to any Finance Party (as herein defined) under the Credit Agreement and each other Finance Document except for any obligation which if it were so included, would result in the Standard Security contravening Section 151 of the Companies Act 1985.

In this Form 395, any reference to any person is to be construed to include that person's assignees or transferees or successors in title, whether direct or indirect.



**FOR AND ON BEHALF OF  
MACLAY MURRAY & SPENS LLP**

# M

## COMPANIES FORM No. 398

# 398

### Notice of registration in Scotland or Northern Ireland of a charge comprising property situate there

CHFP025

Please do not  
write in  
this margin

Pursuant to section 398(4) of the Companies Act 1985 <sup>27</sup> NOV 2006

To the Registrar of Companies  
(Address overleaf)

Company number

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

4342367

Name of company

\* insert full name  
of company

\* HRWF (Craigleith) Limited

| Ainsley Macdonald Reid

of Maclay Murray & Spens LLP, Solicitors, 3 Glenfinlas Street, Edinburgh EH3  
6AQ

§ give date and  
parties to charge

certify that the charges by HRWF (Craigleith) Limited with consent in favour of  
Bayerische Hypo- Und Vereinsbank Aktiengesellschaft, London Branch dated 26  
September and 2 October 2006

† delete as  
appropriate

of which a true copy is annexed to this form was presented for registration on 6 November 2006  
in [Scotland] ~~[Northern Ireland]~~

Signed

*Ainsley Reid*

Date 24/11/06.

Presentor's name address and  
reference (if any):

Maclay Murray & Spens  
3 Glenfinlas Street  
Edinburgh  
EH3 6AQ

DX ED137 Edinburgh  
AMR/CPD/HYP.2.50 (Main)

For official Use  
Mortgage Section

Post room

COMPANIES HOUSE

## Notes

The address for the Registrar of Companies is:-

Companies House  
Crown Way  
Cardiff  
CF14 3UZ

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04342367

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON THE 06/11/06, DATED 26/09/06 AND DATED THE 2nd OCTOBER 2006 AND CREATED BY HRWF (CRAIGLEITH) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM EACH OBLIGOR TO ANY FINANCE PARTY ON ANY ACCOUNT WHATSOEVER 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 27th NOVEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st DECEMBER 2006.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

D4  
Jm.