

# MG01

## Particulars of a mortgage or charge



0801151V

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

THURSDAY



\*A1JS2WCP\*

A05

18/10/2012

#298

COMPANIES HOUSE

### 1 Company details

Company number 0 4 6 9 1 6 6 8

Company name in full RB Events & Promotions Limited (the **Company**)

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 d1 d1 m1 m0 y2 y0 y1 y2

### 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 Deed of Amendment (the **Debenture Deed of Amendment**) relating to a Guarantee and  
Debenture dated 6 September 2012 between, among others, the Company and the Chargee (the  
**Guarantee and Debenture**)

### 4 Amount secured

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

Amount secured All obligations and liabilities from time to time owing or incurred by  
the Company to the Chargee under or in connection with the Hotel  
Landlord Documents

**Hotel Landlord Documents** means

- (a) the RBH Hotel and Spa Underlease,
- (b) the Guarantee and Debenture,
- (c) any other document defined as a Hotel Landlord Document in  
the RBH Hotel and Spa Underlease, and
- (d) any other document entered into pursuant to those documents  
or designated as a Hotel Landlord Document by RB Hotels  
Limited (company number 07824381) and the Chargee

(see continuation page)

#### Continuation page

Please use a continuation page if  
you need to enter more details

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## 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		<b>Continuation page</b> Please use a continuation page if you need to enter more details
Name	Eastleigh Borough Council (the <b>Chargee</b> )	
Address	Civic Offices, Leigh Road, Eastleigh	
Postcode	S O 5 0 9 Y N	
Name		
Address		
Postcode		

### 6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged		<b>Continuation page</b> Please use a continuation page if you need to enter more details
Short particulars	<p>1 The Guarantee and Debenture as amended by the Deed of Amendment relating thereto charges all the present and future assets of the Company</p> <p>2 It creates first fixed charges over all of the present and future assets of the Company of the following types</p> <ul style="list-style-type: none"><li>(a) land including proceeds of any disposal of any such land,</li><li>(b) equipment,</li><li>(c) permitted investments,</li><li>(d) key contracts,</li><li>(e) balances on bank accounts,</li><li>(f) intellectual property,</li><li>(g) debts, and</li><li>(h) goodwill and uncalled capital,</li></ul> <p>in each case, together with all associated rights</p> <p>3 It creates a first floating charge over all of the Company's other present and future assets</p> <p>4 It contains an undertaking by the Company that unless the Chargee agrees to the contrary, no Security is permitted to exist over all or any part of its present or future assets, rights or revenues except for certain limited Security</p> <ul style="list-style-type: none"><li>(a) arising under the Hotel Landlord Documents,</li><li>(b) arising by operation of law in the Company's ordinary course of trade,</li></ul> <p>(see continuation page)</p>	

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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 *Norton Rose 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



### 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 Clive Weston

Company name Norton Rose LLP

Address Collect London Counters

Ref: Clive Weston/Trevor Tan

LN29193

Post town

County/Region

Postcode

Country

DX

Telephone +44 (0)20 7283 6000



### 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

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### Amount secured

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

Amount secured

**RBH Hotel and Spa Underlease** means the lease dated 6 September 2012 between the Chargee, as landlord, RB Hotels Limited as tenant, and Rose Bowl plc as parent, relating to the Hotel and Spa at the Ageas Bowl, West End, Southampton, Hampshire, as it may from time to time be amended, restated, novated or replaced (however fundamentally)

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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

(c) created in respect of any retention of title, hire purchase or conditional sale arrangement in respect of goods supplied to the Company in its ordinary course of trade, or

(d) otherwise permitted by the Chargee in writing

#### Security means

(a) any mortgage, charge, pledge, lien, hypothecation, assignment by way of security, trust arrangement for the purpose of providing security or other security interest of any kind in any jurisdiction,

(b) any proprietary interest over an asset, or any contractual arrangement in relation to an asset, in each case created in relation to financial indebtedness and which has the same commercial effect as if security had been created over it, and

(c) any right of set-off created by agreement



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

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

**COMPANY NO. 4691668  
CHARGE NO. 4**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A DEED OF AMENDMENT DATED 11  
OCTOBER 2012 AND CREATED BY RB EVENTS & PROMOTIONS  
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME  
DUE FROM THE COMPANY TO EASTLEIGH BOROUGH  
COUNCIL 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 18 OCTOBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23 OCTOBER  
2012

L.C



**Companies House**



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