



**Registration of a Charge**

Company name: **HOLLAND HOUSE HOTELS (BRISTOL) LIMITED**

Company number: **05457960**



X678MB6W

Received for Electronic Filing: **26/05/2017**

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**Details of Charge**

Date of creation: **19/05/2017**

Charge code: **0545 7960 0008**

Persons entitled: **SANTANDER UK PLC**

Brief description: **PART OF THE LEASEHOLD PROPERTY KNOWN AS MERCURE HOLLAND HOUSE HOTEL, REDCLIFFE HILL, BRISTOL, BS1 6SQ**

**Contains fixed charge(s).**

**Contains floating charge(s) (floating charge covers all the property or undertaking of the company).**

**Contains negative pledge.**

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**Authentication of Form**

This form was authorised by: **a person with an interest in the registration of the charge.**

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**Authentication of Instrument**

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION**

**FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL  
INSTRUMENT.**

Certified by:

**ANGELEE PATEL**



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

Company number: 5457960

Charge code: 0545 7960 0008

The Registrar of Companies for England and Wales hereby certifies that a charge dated 19th May 2017 and created by HOLLAND HOUSE HOTELS (BRISTOL) LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 26th May 2017 .

Given at Companies House, Cardiff on 30th May 2017

The above information was communicated by electronic means and authenticated  
by the Registrar of Companies under section 1115 of the Companies Act 2006



**Companies House**



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

## Security Accession Deed

Dated 19/05/2017

### BETWEEN:

- (1) **HOLLAND HOUSE HOTELS (BRISTOL) LIMITED** (a company registered in England & Wales with company number 05457960) whose registered office is at c/o Hudson Advisors UK Limited, 17 Dominion Street, London, England, EC2M 2EF (the **New Chargor**);
- (2) **BRISTOL MERCURE PROPERTY LIMITED** a limited company registered in the Isle of Man (registered number O14494V) and whose registered office is at First Names House, Victoria Road, Douglas, Isle of Man IM2 4DF (the **Parent**) for itself and as agent for and on behalf of each of the Original Chargors;
- (3) **SANTANDER UK PLC** (the **Lender**).

### RECITALS

This deed is supplemental to a security agreement dated 19/05/2017 between, among others, the Parent (as Original Chargor), and the Lender (as supplemented and amended from time to time, the Security Agreement).

### THIS DEED WITNESSES

#### 1. Definitions and Interpretation

##### 1.1 Definitions

Words and expressions defined in the Security Agreement shall have the same meanings in this Deed.

##### 1.2 Construction

The principles of construction set out in clause 1.2 (Construction) of the Security Agreement shall apply to this Deed, insofar as they are relevant to it, as they apply to the Security Agreement.

#### 2. Accession of New Chargor

The New Chargor agrees to be a Chargor for the purposes of the Security Agreement with immediate effect and agrees to be bound by all of the terms of the Security Agreement as if it had originally been a party to it as an Original Chargor.

#### 3. Creation of Security

The New Chargor mortgages, charges and assigns to the Security Trustee all its business, undertaking and assets on the terms of clause 3 (Creation of Security) of the Security Agreement provided that:

- 3.1 the Land charged by way of legal mortgage shall be the Land referred to in schedule 1 (Land);

3.2 the Shares mortgaged or (if and to the extent that the mortgage does not take effect as a mortgage) charged by way of fixed charge shall include the Shares referred to in schedule 2 (Shares);

3.3 the Controlled Accounts charged by way of assignment shall include those set out in schedule 3 (Accounts); and

3.4 the Assigned Agreements assigned or (if and to the extent that the assignment does not take effect as an assignment) charged by way of fixed charge shall include the Assigned Agreements set out in schedule 4 (Assigned Agreements); and

3.5 the Insurances assigned or (if and to the extent that the assignment does not take effect as an assignment) charged by way of fixed charge shall include the Insurances set out in schedule 5 (Insurances).

#### **4. Consent of existing Chargors**

The existing Chargors agree to the terms of this Deed and agree that its execution will in no way prejudice or affect the Security granted by each of them under (and covenants given by each of them in) the Security Agreement.

#### **5. Notices**

The New Chargor confirms that its address details for notices in relation to clause 22 (Notices) of the Security Agreement are as follows:

Address: Apriose Limited, 20 Balderton Street, London, W1K 6TL

Attention: Gary Jones/ Manish Gudka

#### **6. Law**

This Deed is governed by English law.

Executed as a deed and delivered on the date appearing at the beginning of this Deed.

**Schedule 1****Land**

| Property                                                                                                                                                                                                                                                                                                                             | Tenure    | Title Number    |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------------|
| The 999 year lease of part of the property known as Mercure Holland House Hotel, Redcliffe Hill, Bristol BS1 6SQ made between (1) Imperial Tobacco Pension Trustees Limited and Imperial Investments Limited as trustees of the Imperial Tobacco Pension Fund as landlord and (2) Holland House Hotels (Bristol) Limited (as tenant) | Leasehold | To be allocated |

**Schedule 2**

**Shares**

None

**Schedule 3**

**Accounts**

| Accounts       |                |      |              |           |
|----------------|----------------|------|--------------|-----------|
| Account holder | Account number | Type | Account Bank | Sort code |
|                |                |      |              |           |



**Schedule 4**  
**Assigned Agreements**

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**Schedule 5**

**Insurances**

None

Executed as a deed for and on behalf of )

**BRISTOL MERCURE PROPERTY LIMITED** )

a company incorporated in the Isle of Man by )

**CHRISTOPHER TUSHINGAM AND** )

**JANE CARTY**

being persons who in

accordance with the laws of that territory are )

acting under the authority of the company: )

Director of Enmyn Limited, sole corporate  
director

Director of Enmyn Limited, sole corporate  
director

Address:

Aprirose Limited, 20 Balderton Street, London, W1K 6TL

Attn:

Gary Jones/Manish Gudka

MARK LEWIN / JANE CARTY

FIRST NAMES HOUSE, VICTORIA ROAD DOUGLAS

ISLE OF MAN

Executed as a deed by )

**HOLLAND HOUSE HOTELS  
(BRISTOL) LIMITED**

acting by two directors or one director )  
and the company secretary )

Director

Director / Secretary

Address:

Aprirose Limited, 20 Balderton Street, London, W1K 6TL

Attn:

Gary Jones/ Manish Gudka

Executed as a deed for and on behalf of )

**BRISTOL MERCURE PROPERTY LIMITED** )

a company incorporated in the Isle of Man by )

AND )

being persons who in )

accordance with the laws of that territory are )

acting under the authority of the company: )

Director of Enmyn Limited, sole corporate  
director

Director of Enmyn Limited, sole corporate  
director

Address: Aprirose Limited, 20 Balderton Street, London, W1K 6TL

Attn: Gary Jones/ Manish Gudka

Executed as a deed by )

**HOLLAND HOUSE HOTELS  
(BRISTOL) LIMITED**

Director

acting by ~~two directors or one director~~ )

~~and the company secretary~~ in the

presence of: )

Witness signature  
~~Director / Secretary~~

Witness Name: M. SPERANZA

Witness Address:

Address: Aprirose Limited, 20 Balderton Street, London, W1K 6TL

Attn: Gary Jones/ Manish Gudka

**Katten**

KattenMuchinRosenmanUK LLP  
Paternoster House  
65 St Paul's Churchyard  
London EC4M 8AB

Executed as a deed

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for and on behalf of

)

**SANTANDER UK PLC**

)

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Authorized signatory

Signature of witness:

Name of witness:

Address

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KEITH WILKINSON  
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