

MR04

Statement of satisfaction in full or in part of a charge

You can use the WebFiling service to file this form online
Please go to www.companieshouse.gov.uk

✓ **What this form is for**
You may use this form to register
a statement of satisfaction in full
or in part of a mortgage or charge
against a company

✗ **What this form is NOT for**
You may not use this form to
register a statement of satisfaction
in full or in part of a mortgage or
charge against an LLP. Use form
LL MR04

MONDAY



A09 06/07/2015 #119
COMPANIES HOUSE

1 Company details

Company number 0 5 8 5 0 7 5 1
Company name in full Highfields Developments Limited (the "Chargor")

→ **Filling in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Charge creation ①

When was the charge created?
→ **Before 06/04/2013** Complete **Part A and Part C**
→ **On or after 06/04/2013** Complete **Part B and Part C**

① **Property acquired**
If section 859C of the Companies
Act 2006 applies, this is the date
that the property was acquired

Part A Charges created before 06/04/2013

A1 Charge creation date

Please give the date of creation of the charge ②
Charge creation date 2 9 0 2 2 0 1 2

② **Property acquired**
If section 859C of the Companies
Act 2006 applies, this is the date
that the property was acquired

A2 Description of instrument (if any)

Please give a description of the instrument (if any) by which the charge is
created or evidenced

Instrument description Debenture granted in favour of The Royal Bank of
Scotland plc as trustee, agent and security agent
for each of the Secured Parties (as defined
therein) (the "Deed")

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

MR04

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A3

Short particulars of the property or undertaking charged

	Please give the short particulars of the property or undertaking charged	
Short particulars	<p>3.2 Floating Charge As security for the payment of the Secured Obligations each Chargor charges by way of first floating charge the Charged Assets</p> <p>3.5 Qualifying floating charge Paragraph 14 Schedule B1 to the Insolvency Act applies to the floating charge created by Clause 3.2 (Floating Charge) of the Deed so that the floating charge created by Clause 3.2 (Floating Charge) of the Deed shall be a "qualifying floating charge" for the purposes of that paragraph</p> <p>5. RESTRICTION ON DEALINGS Save as permitted by the Facilities Agreement or the Intercreditor Agreement, a Chargor will not create or permit to subsist any Security on any part of the Charged Assets or dispose of or otherwise deal with any part of the Charged Assets</p> <p>Terms defined in the Facilities Agreement, unless otherwise defined within the Deed or unless a contrary intention appears, bear the same meaning when used in the Deed</p> <p>"Charged Assets" the whole of the property, assets and undertaking (including uncalled capital) from time to time of the Chargors (including but not limited to any situated in Scotland) other than the Excluded Assets</p> <p>"Chargor" means each of the companies listed in Schedule 1 (The Chargors) of the Deed (appended as Schedule 1 of this form MR04) and references to a Chargor shall include each and every such company</p> <p>"Excluded Assets" the following assets in respect of which as at the date of the Deed security cannot be created pursuant to the Deed without the consent of a third party</p> <p>(a) the interest held by Fairclough Homes Limited in in land lying to the south west of Hughendon Avenue, High Wycombe known as Aspect, High Wycombe registered at the Land Registry under the title number BM27050,</p>	<p>Continuation page Please use a continuation page if you need to enter more details</p>

MR04

Statement of satisfaction in full or in part of a charge

Part B Charges created on or after 06/04/2013

B1

Charge code

Please give the charge code This can be found on the certificate

Charge code ①

				-					-				
--	--	--	--	---	--	--	--	--	---	--	--	--	--

① Charge code

This is the unique reference code allocated by the registrar

Part C To be completed for all charges

C1

Satisfaction

I confirm that the debt for the charge as described has been paid or satisfied
Please tick the appropriate box

☒ In full

☐ In part

C2

Details of the person delivering this statement and their interest in the charge

Please give the name of the person delivering this statement

Forename(s)

Dickson Minto W S

Surname

Please give the address of the person delivering this statement

Building name/number

16

Street

Charlotte Square

Post town

Edinburgh

County/Region

Postcode

E H 2 4 D F

Please give the person's interest in the charge (e.g. chargor/chargee etc)

Person's interest in the charge

Solicitors for the Chargor

C3

Signature

Please sign the form here

Signature

Signature

X Dickson Minto

Solicitors for the Chargor

X

MR04

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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. The contact information you give will be visible to searchers of the public record.

Contact name **Drew MacDonald**

Company name **Dickson Minto W S**

Address **16 Charlotte Square**

Post town **Edinburgh**

County/Region

Postcode **E H 2 4 D F**

Country

DX **DX 199 Edinburgh**

Telephone **0131 225 4455**



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

Part A Charges created before 06/04/2013

- ☐ You have given the charge date
- ☐ You have completed the Description of instrument and Short particulars in Sections A2 and A3

Part B Charges created on or after 06/04/2013

- ☐ You have given the charge code

Part C To be completed for all charges

- ☐ You have ticked the appropriate box in Section C1
- ☐ You have given the details of the person delivering this statement in Section C2
- ☐ You have signed the form



Important information

Please note that all information on this form will appear on the public record.



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 or email 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

MR04 - continuation page
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A3

Short particulars of the property or undertaking charged

Short particulars	Please give the short particulars of the property or undertaking charged
	<p>(b) the interest held by Fairclough Homes Limited the land on the south side of Mill Hill Road, Mallow Way and Hareball Gardens, Bingham, Nottingham known as The Vales and Duke Mead, Bingham registered at the Land Registry under title number NT426324,</p> <p>(c) the interest that Miller Homes Limited holds pursuant to a declaration of trust and collaboration agreement among Birch Homes Limited (registered number 02196684), Birch plc (registered number 02563345), Miller Homes Limited, The Miller Group Limited, Peter James Gadsby and Miller Homes Limited dated 28 May 2004,</p> <p>(d) the interest held by Miller Homes Limited in the land lying to the south of Bryning Way, Buckshaw Village, Chorley known as Whittle-le-Park, Buckshaw registered at the Land Registry under title number LAN45105,</p> <p>(e) the interest held by Miller Homes Limited in the land at Birchvale Avenue, Newcastle upon Tyne known as Greenvale Park, Birchvale Avenue registered at the land Registry under title number TY490102,</p> <p>(f) heat exchanger units held in the name of Miller Homes Limited contained in land on the south side of Goodman Street, Leeds registered at the Land Registry under title number WYK837451,</p> <p>(g) the interest that Miller Homes Holdings Limited holds pursuant to a declaration of trust and collaboration agreement among Birch Homes Limited (registered number 02196684), Birch plc (registered number 02563345), Miller Homes Limited, The Miller Group Limited, Peter James Gadsby and Miller Homes Limited dated 28 May 2004,</p> <p>(h) the 50 ordinary A shares of £1 00 each held by the Miller Homes Holdings Limited in Miller Cruden Limited (registered number SC223724),</p> <p>(i) the ordinary B share of £1 00 held by Miller Homes Holdings Limited in Aire Regeneration Limited (registered number 03734459),</p>

MR04 - continuation page

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A3

Short particulars of the property or undertaking charged

Short particulars	Please give the short particulars of the property or undertaking charged	
	<p>(j) the 50 ordinary B shares of £1 00 each held by Miller Homes Holdings Limited in Scotmid-Miller (South Queensferry) Limited (registered number SC221875),</p> <p>(k) the 50 ordinary B shares of £1 00 each held by Miller Homes Holdings Limited in Scotmid-Miller (Great Junction Street) Limited (registered number SC221874),</p> <p>(l) the 45 ordinary B shares of £1 00 each held by Miller Homes Holdings Limited in New Laurieston (Glasgow) Limited (registered number SC182682),</p> <p>(m) the 500 ordinary A shares of £1 00 each held by Miller Homes Holdings Limited in Miller Gadsby (Castle Marina) Limited (registered number 04416753), and</p> <p>(n) sums due to Miller Homes Holdings Limited from New Laurieston (Glasgow) Limited pursuant to a joint venture agreement dated 21 May 1998 and originally made between the EDI Group Limited (registered number SC110956), Miller Homes Limited, The Burrell Company (Ventures) Limited (registered number SC104898) and New Laurieston (Glasgow) Limited (formerly New Laurieston Limited) as acceded to by Miller Homes Holdings Limited pursuant to a deed of adherence dated 5 July 2007,</p> <p>provided that in each case on and from the date on which consent from the relevant third party is obtained the security created by the Deed shall extend to and include the relevant asset</p> <p>"Facilities Agreement" means the senior facilities agreement dated of even date with the Deed between, among others, the Parent, Bank of Scotland plc, National Australia Bank Limited and The Royal Bank of Scotland plc as Arrangers, The Royal Bank of Scotland plc as Agent and Security Agent and the Original Lenders</p>	

MR04 - continuation page
Statement of satisfaction in full or in part of a charge

A3

Short particulars of the property or undertaking charged

Short particulars

Please give the short particulars of the property or undertaking charged

"Pension Creditor" MAURICE CHARLES BOURNE of 401 Heath Road South, Northfield, Birmingham B31 2BB, MOAT PENSIONS LIMITED, Registered Number SC134776, whose registered office is at Dalmore House, 310 St Vincent Street, Glasgow G2 5QR and NIGEL DURHAM SMITH of 10 Linnet Grove, Sandal, Wakefield, West Yorkshire WF2 6SF as the trustees for the time being of the Pension Scheme in that capacity and no other capacity which term shall include their successors in office as trustee(s) of the Pension Scheme in that capacity

"Receiver" a receiver or receiver and manager or an administrative receiver of the whole or any part of the Charged Assets, which term will include joint receivers and any substitute receiver, receiver and manager or administrative receiver whether appointed under the Deed or pursuant to statute

"Secured Parties" the Senior Secured Parties, the Pension Creditor, any Receiver or Delegate

"Secured Pension Liabilities" the "Pension Liabilities" as defined in the Intercreditor Agreement excluding any Liabilities which relate to Pension Scheme Indemnities

Schedule 1

SCHEDULE

THE CHARGORS

Name	Registered Office	Country of Incorporation	Registered No.
Cussins Property Group Limited	6060 Knights Court, Solihull Parkway, Birmingham Business Park, Solihull, B37 7WY	England	01589824
Fairclough Homes Limited	6060 Knights Court, Solihull Parkway, Birmingham Business Park, Solihull, B37 7WY	England	01987689
Highfields Developments Limited	6060 Knights Court, Solihull Parkway, Birmingham Business Park, Solihull, B37 7WY	England	05850751
Miller Airdrie Limited	6060 Knights Court, Solihull Parkway, Birmingham Business Park, Solihull, B37 7WY	England	02074908
Miller Homes Limited	Miller House, 2 Lochside View, Edinburgh Park, Edinburgh EH12 9DH	Scotland	SC255429
Miller Homes Holdings Limited	Miller House, 2 Lochside View, Edinburgh Park, Edinburgh EH12 9DH	Scotland	SC255430
Miller Residential Development Services Limited	Miller House, 2 Lochside View, Edinburgh Park, Edinburgh EH12 9DH	Scotland	SC207758