

MG01

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

FRIDAY



LJJOPNAX

LD6

10/09/2010

369

COMPANIES HOUSE

1

Company details

Company number

0 6 8 3 8 3 6 2

Company name in full

Sackville SPF IV (GP) No 3 Limited (the "Company") acting as general partner of Threadneedle Strategic Property Fund IV Sub Partnership No 3 LP

5

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



20 09 2010

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

Supplemental debenture dated 2 September 2010 between Threadneedle Strategic Property Fund IV Sub Partnership No. 3 LP (acting by the Company as its general partner), the Company, Sackville SPF IV Property Nominee (5) Limited and Sackville SPF IV Property Nominee (6) Limited as chargors and Eurohypo AG, London Branch as agent and security trustee for the Finance Parties (as defined therein) (the "Supplemental Debenture")

4

Amount secured

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

Amount secured

All present and/or future obligations and liabilities (whether actual or contingent, joint or several, or as principal, surety or in any other capacity whatsoever) of each Obligor to any Finance Party under each Finance Document, together with costs, charges and expenses incurred by the Agent in connection with the protection or preservation or enforcement of its rights under the Finance Documents or any of them (the "Secured Liabilities")

Capitalised terms in this Form MG01 shall have the meaning as set out in the continuation sheets (Short Particulars)

Continuation page

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

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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

Continuation page

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

Name ✓ Eurohypo AG, London Branch

Address 4th Floor, 90 Long Acre

London

Postcode W C 2 E 9 R A

Name

Address

Postcode

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Continuation page

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

Short particulars

Please see continuation sheets

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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 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)

9 Signature

Please sign the form here

Signature

Signature

X *Olwang UP*

X

This form must be signed by a person with an interest in the registration of the charge

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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 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 Zachary Skaife

Company name OLSWANG LLP

Address 90 High Holborn

London

Post town

County/Region

Postcode W C 1 V 6 X X

Country

DX 37972 Kingsway

Telephone 020 7067 3000



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 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

In accordance with Section 860 of the Companies Act 2006	MG01 - continuation page 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	<p style="text-align: center;">Schedule 1</p> <p style="text-align: center;">SHORT PARTICULARS OF THE PROPERTY MORTGAGED OR CHARGED</p> <p>1 CREATION OF SECURITY</p> <p>1 1 General</p> <p>1 1 1 All the Security created under the Supplemental Debenture</p> <p style="padding-left: 40px;">1 1 1 1 was created in favour of the Agent,</p> <p style="padding-left: 40px;">1 1 1 2 was created over present and future assets of the Chargor,</p> <p style="padding-left: 40px;">1 1 1 3 was security for the payment and satisfaction of all the Secured Liabilities,</p> <p style="padding-left: 40px;">1 1 1 4 was created by the Chargor to the extent of its interest whether joint or several, legal or beneficial, and</p> <p style="padding-left: 40px;">1 1 1 5 was made with full title guarantee in accordance with the Law of Property (Miscellaneous Provisions) Act 1994</p> <p>1 1 2 The Agent holds the benefit of the Supplemental Debenture on trust for the Finance Parties</p> <p>1 2 Confirmation</p> <p>The Chargor confirmed that, as security for the payment of the Secured Liabilities</p> <p>1 2 1 it had charged in favour of the Agent by way of first fixed charge the assets relating to the property specified in the schedule to the Supplemental Debenture (as replicated in Schedule 3 hereto) and referred to in clauses 2 6 (Plant and machinery) to 2 8 (Book debts etc) and 2 12 (Miscellaneous) of the Original Debenture, and</p> <p>1 2 2 it had assigned to the Agent by way of security the assets relating to the property specified in the schedule to the Supplemental Debenture (as replicated in Schedule 3 hereto) and referred to in clauses 2 9 (Insurances) to 2 11 (Other contracts) (inclusive) of the Original Debenture</p>	

In accordance with Section 860 of the Companies Act 2006	MG01 - continuation page 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	
	<p style="text-align: center;">Schedule 2</p> <p style="text-align: center;">DEFINITIONS</p> <p>"Agent" means Eurohypo AG, London Branch as agent and security trustee for the Finance Parties,</p> <p>"Arranger" means Eurohypo AG, London Branch as arranger,</p> <p>"Borrower" means Threadneedle Strategic Property Fund IV Sub Partnership No 3 LP (registered in England and Wales as a limited partnership under the Limited Partnerships Act 1907 with registration number LP13672) acting by the Company as its general partner,</p> <p>"Chargor" means the Company in its capacity as general partner of Threadneedle Strategic Property Fund IV Sub Partnership No 3 LP,</p> <p>"Counterparty" means Eurohypo AG, London Branch as counterparty to hedging arrangements relating to the Facility Agreement,</p> <p>"Facility Agreement" means the facility agreement dated 16 December 2009, between (among others) the General Partner, the Borrower, the Nominees and the Agent (as amended from time to time),</p> <p>"Finance Document" shall have the same meaning as defined in the Facility Agreement,</p> <p>"Finance Party" means the Agent, the Arranger, the Counterparty or a Lender,</p> <p>"General Partner" means the Company,</p> <p>"Lender" means</p> <p>(a) the Original Lender, and</p> <p>(b) any bank, financial institution, trust, fund or other entity which has become a Party in accordance with clause 26 (Changes to the Lenders) of the Facility Agreement,</p> <p>which in each case has not ceased to be a Party in accordance with the terms of the Facility Agreement,</p> <p>"Nominee" means each of Sackville SPF IV Property Nominee (5) Limited (registered in England and Wales with registered number 06991011) and Sackville SPF IV Property</p>	

<p>In accordance with Section 860 of the Companies Act 2006</p>	<p>MG01 - continuation page Particulars of a mortgage or charge</p>	
<p>6</p>	<p>Short particulars of all the property mortgaged or charged.</p>	
	<p>Please give the short particulars of the property mortgaged or charged</p>	
	<p>Nominee (6) Limited (registered in England and Wales with registered number 06991225),</p> <p>"Obligor" means the Borrower, the General Partner or a Nominee,</p> <p>"Original Debenture" means the debenture dated 18 December 2009 between the Obligors as chargors and the Agent,</p> <p>"Original Lender" means Eurohypo AG, London Branch, and</p> <p>"Party" means a party to the Facility Agreement</p>	

In accordance with Section 860 of the Companies Act 2006	MG01 - continuation page Particulars of a mortgage or charge	
<div style="background-color: black; color: white; padding: 2px 5px; display: inline-block;">6</div>	Short particulars of all the property mortgaged or charged.	
	Please give the short particulars of the property mortgaged or charged	
<div style="text-align: center; vertical-align: top; height: 670px;">  </div>	<div style="text-align: center; margin-bottom: 10px;">Schedule 3</div> <p>Land at St Andrews Quay, Kingston-Upon-Hull as registered at the Land Registry under title number HS285820 but excluding those parcels of land edged red on the annexed plans to the Supplemental Debenture</p> <div style="text-align: center; margin-top: 300px;">  </div>	



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 6838362
CHARGE NO. 5**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SUPPLEMENTAL DEBENTURE
DATED 2 SEPTEMBER 2010 AND CREATED BY SACKVILLE SPF
IV (GP) NO. 3 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 25 OF THE COMPANIES ACT 2006 ON THE 10 SEPTEMBER
2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15 SEPTEMBER
2010

DX



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES