

MG01

Particulars of a mortgage or charge



148 000 Q13

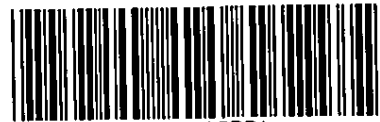
A fee is payable with this form.

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 for**
You cannot use this
particulars of a charge
company. To do this
form MG01s.

TUESDAY



A23 29/12/2009 136
COMPANIES HOUSE

base
v.uk

1 Company details

Company number 6 9 5 2 2 2 5

Company name in full FM Capital Partners Ltd (the "Tenant")

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 d6 m1 m2 y2 y0 y0 y9

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 Rent deposit deed

4 Amount secured

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

Amount secured (a) all sums due under a lease dated 29 October 2009 made between
(1) St. George's Investment Company ("Landlord") and (2) the
Tenant relating to the property known as part of the fourth floor, 1
Knightsbridge, London SW1 and which are payable to or
recoverable by the Landlord or in respect of which the Landlord is
entitled to be indemnified by the Tenant (including without
limitation rent, service charges, insurance premiums or contributions
to the cost of insurance of such property, interest, outgoings and
VAT); and (b) all claims, demands, damages, liabilities, awards,
losses, costs, fees and expenses (on a full indemnity basis) arising
out of or incidental to any breach by the Tenant of its obligations in
such lease or in the rent deposit deed; and (c) loss of mesne profits
and other losses arising in consequence of a forfeiture or disclaimer
of such lease; and (d) all expenses properly incurred by the Landlord
in opening, maintaining and operating the Account (defined below)

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

MG01

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.

Continuation page

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

Name St George's Investment Company, company no. 2239800

Address 6 St Andrew Street

London

Postcode E C 4 A 3 A E

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

By way of charge with full title guarantee:

(a) the initial rent deposit paid by the Tenant to the Landlord under the terms of the rent deposit deed being such sum as shall for time to time be equal to the aggregate of: (1) an amount equivalent to the rent payable under the lease dated 30 March 2006 and made between (i) the Landlord and (ii) Pentagon Capital Management plc ("**Lease**") for the time being; and (2) a sum equivalent to VAT which is potentially chargeable on such amount, such aggregate sum being initially two hundred and sixty thousand, four hundred and thirty two pounds (£260,432).

(b) all sums that may be paid to the Landlord under the terms of the rent deposit deed; and

(c) all the interest of the Tenant in the single interest bearing account opened or to be opened by the Landlord in the name of "St. George's Investment Company rent deopsit for FM Capital Partners Ltd re 4th Floor, Knightsbridge" with a member of a CHAPS Clearing Company Limited ("**Clearing Bank**"), or such organisation as may succeed to its functions, or any similar account with another Clearing Bank as the Landlord may open at any time for the purposes of the rent deposit deed ("**Account**").

MG01

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 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

DLA Piper UK LLP

X

DLA Piper UK LLP - 24 December 2009

X

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

MG01

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 Ben Battell

Company name DLA Piper UK LLP

Address 3 Noble Street

London

Post town

County/Region

Postcode E C 2 V 7 E E

Country

DX DX: 33866 Finsbury Square

Telephone 08700 111 111



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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
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



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

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

COMPANY NO. 6952225
CHARGE NO. 1

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED 16
DECEMBER 2009 AND CREATED BY FM CAPITAL PARTNERS
LTD FOR SECURING ALL MONIES DUE OR TO BECOME DUE
FROM THE COMPANY TO ST GEORGE'S INVESTMENT
COMPANY 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 29 DECEMBER 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9 JANUARY 2010

D. V. Seb.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES