

# MR01

## Particulars of a charge



Companies House

064 530 2 23.



Go online to file this information  
[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

A fee is be payable  
Please see 'How to pay'

SATURDAY



SCT \*S7KDKD23\* 08/12/2018 #188  
COMPANIES HOUSE

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☒ **What this form is for**  
You may use this form to register  
a charge created or evidenced by  
an instrument.

☐ **What this form is for**  
You may not use this form to  
register a charge which is not  
instrument. Use form MR01.

This form must be delivered to the Registrar for registration within  
21 days beginning with the day after the date of creation of the charge. If  
delivered outside of the 21 days it will be rejected unless it is accompanied by a  
court order extending the time for delivery.



You must enclose a certified copy of the instrument with this form. This will be  
scanned and placed on the public record. **Do not send the original.**

### 1 Company details

Company number S C 0 1 3 6 5 5

Company name in full CALA MANAGEMENT LIMITED

468 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 Charge creation date

Charge creation date d 0 d 5 m 1 m 2 y 2 y 0 y 1 y 8

### 3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees  
entitled to the charge.

Name Mervyn Donald as Trustee (ex officiis) for the Managers of The  
Widows Fund of the Seven Incorporated Trades

Name Bruce Dewar Campbell as Trustee (ex officiis) for the Managers of  
The Widows Fund of the Seven Incorporated Trades

Name Brian Douglas Donald as Trustee (ex officiis) for the Managers of  
The Widows Fund of the Seven Incorporated Trades

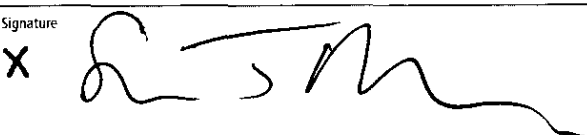
Name The Trades Widows Fund Charity

If there are more than four names, please supply any four of these names then  
tick the statement below.

☐ I confirm that there are more than four persons, security agents or  
trustees entitled to the charge.

MR01

Particulars of a charge

4	<b>Brief description</b>	
	Please give a short description of any land, ship, aircraft or intellectual property registered or required to be registered in the UK subject to a charge (which is not a floating charge) or fixed security included in the instrument.	
Brief description	ALL and WHOLE part and portion of the subjects registered in the Land Register of Scotland under Title Number: ABN127846.	<p>Please submit only a short description. If there are a number of plots of land, aircraft and/or ships, you should simply describe some of them in the text field and add a statement along the lines of, "for more details please refer to the instrument".</p> <p>Please limit the description to the available space.</p>
5	<b>Other charge or fixed security</b>	
	<p>Does the instrument include a charge (which is not a floating charge) or fixed security over any tangible or intangible or (in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box.</p> <p><input type="checkbox"/> Yes</p> <p><input checked="" type="checkbox"/> No</p>	
6	<b>Floating charge</b>	
	<p>Is the instrument expressed to contain a floating charge? Please tick the appropriate box.</p> <p><input type="checkbox"/> Yes Continue</p> <p><input checked="" type="checkbox"/> No Go to <b>Section 7</b></p> <p>Is the floating charge expressed to cover all the property and undertaking of the company?</p> <p><input type="checkbox"/> Yes</p>	
7	<b>Negative Pledge</b>	
	<p>Do any of the terms of the charge prohibit or restrict the company from creating further security that will rank equally with or ahead of the charge? Please tick the appropriate box.</p> <p><input checked="" type="checkbox"/> Yes</p> <p><input type="checkbox"/> No</p>	
8	<b>Trustee statement <sup>①</sup></b>	
	<p>You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge.</p> <p><input type="checkbox"/></p>	<p><sup>①</sup>This statement may be filed after the registration of the charge (use form MR06).</p>
9	<b>Signature</b>	
Signature	<p>Please sign the form here.</p> <p>Signature </p> <p>X</p> <p>This form must be signed by a person with an interest in the charge.</p>	X

STEPHEN J. NORRIE  
 PARTNER & MEMBER, FOLIO ON BEHALF OF  
 LEDINGHAM CHARLERS LLP - AGENT FOR THE  
 TRUSTEES FOR THE MANAGERS OF THE WIDOWS FUND OF THE SEVEN  
 INCORPORATED TRADES & THE TRADES WIDOWS FUND CHARITY.

# MRO1

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

Contact name **STEPHEN MORRICE**

Company name **LEDINGHAM CHALMERS LLP**

Address **JOHNSTONE HOUSE, 52-54**

**ROSE STREET**

Post town **ABERDEEN**

County/Region **SCOTLAND**

Postcode **A B 1 0 1 H A**

Country **SCOTLAND**

DX **DX AB15 ABERDEEN**

Telephone **01224 408408**



### 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 a certified copy of the instrument with this form.
- ☐ You have entered the date on which the charge was created.
- ☐ You have shown the names of persons entitled to the charge.
- ☐ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8.
- ☐ You have given a description in Section 4, if appropriate.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee.
- ☐ Please do not send the original instrument; it must be a certified copy.



### Important information

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



### How to pay

**A fee of £23 is payable to Companies House in respect of each mortgage or charge filed on paper.**

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.gov.uk/companieshouse](http://www.gov.uk/companieshouse) 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse)**



**FILE COPY**

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

Company number: 13655

Charge code: SC01 3655 0468

The Registrar of Companies for Scotland hereby certifies that a charge dated 5th December 2018 and created by CALA MANAGEMENT LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 8th December 2018.

Given at Companies House, Edinburgh on 14th December 2018



**Companies House**



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

DATE OF DELIVERY 3rd December 2018

Aberdeen 7 DECEMBER 2018

This is certified a true and  
complete copy

Aileen K. Michie  
Solicitor, Ledingham Chalmers LLP

JOHNSTONE HOUSE  
52-54 ROSE STREET  
ABERDEEN, AB10 1HA.

MHML  
KIRSTEN  
MICHIE

**MINUTE OF VARIATION  
OF  
STANDARD SECURITY**

**Between**

**CALA MANAGEMENT LIMITED**

**and**

**THE TRUSTEES OF THE TRADES WIDOWS FUND OF  
THE SEVEN INCORPORATED TRADES OF ABERDEEN**

**and**

**THE TRADES WIDOWS FUND CHARITY**

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**Subjects: Phase 2, Oldfold Farm, Milltimber**

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**Pinsent Masons**

DATE OF DELIVERY 3rd December 2018.

WE, **CALA MANAGEMENT LIMITED** a company incorporated under the Companies Acts (Company Number SC013655) and having our registered office at Adam House, 5 Mid New Cultins, Edinburgh, EH11 4DU ("the Purchaser"), having entered into missives with **MERVYN DONALD**, residing at Broomhillock, Crathes, Banchory, Aberdeenshire the present Deacon Convenor of The Seven Incorporated Trades of Aberdeen, **BRUCE DEWAR CAMPBELL**, residing at 47 Braeside Place, Aberdeen the present Master of the Trades Hospital of the said Incorporated Trades and **BRIAN DOUGLAS DONALD**, residing at 181 Queens Road, Aberdeen the present Factor of the Widows Fund of the said Incorporated Trades as the present acting trustees (*ex officio*) of and for behoof of the Managers of the said Widows Fund of the said Incorporated Trades ("TWF") constituted by:-

1. Offer by McGrigors LLP, Solicitors, Aberdeen on behalf of the Purchasers dated 17th March 2011 ("the Offer");
2. Acceptance by Ledingham Chalmers LLP on behalf of the Seller (as then constituted) dated 18th March 2011;
3. Offer to amend by Pinsent Masons LLP on behalf of the Purchasers dated 12th December 2013 ("the Offer of Variation");
4. Acceptance by Ledingham Chalmers LLP on behalf of the Seller (as then constituted) dated 23rd December 2013;
5. Offer to amend the missives by Pinsent Masons LLP on behalf of the Purchasers dated 13th February 2015
6. Acceptance by Ledingham Chalmers LLP on behalf of the Seller (as then constituted) dated 17th February 2015
7. Offer to amend the missives by Pinsent Masons LLP on behalf of the Purchasers dated 22<sup>nd</sup> July 2015;
8. Acceptance by Ledingham Chalmers LLP on behalf of the Seller (as then constituted) dated 24<sup>th</sup> July 2015;
9. Option Notice by Pinsent Masons LLP served on behalf of the Purchaser dated 30th July 2015;
10. Executives Plots Phase Notice by Pinsent Masons served on behalf of the Purchaser dated 30th July 2015;
11. Offer by Pinsent Masons LLP to amend the Missives on behalf of the Purchaser dated 4th February 2016;

12. Acceptance by Ledingham Chalmers LLP on behalf of the Seller (as then constituted) dated 8th February 2016;
13. Offer by Ledingham Chalmers LLP on behalf of the Seller (as then constituted) dated 31st March 2016;
14. Acceptance by Pinsent Masons LLP on behalf of the Purchaser dated 31st March 2016;
15. Offer to vary the Missives by Ledingham Chalmers LLP on behalf of the Seller (as then constituted) dated 21st November 2016;
16. Acceptance by Pinsent Masons LLP on behalf of the Purchaser dated 22nd November 2016;
17. Offer to vary the Missives by Pinsent Masons LLP on behalf of the Purchaser dated 24th April 2017;
18. Acceptance by Ledingham Chalmers LLP on behalf of the Seller (as then constituted) dated 24th April 2017;
19. Offer by Pinsent Masons LLP to vary the Missives on behalf of the Purchaser dated 30th June 2017;
20. Acceptance on behalf of the Seller (as then constituted) dated 30th June 2017;
21. Offer to vary the Missives by Pinsent Masons on behalf of the Purchaser dated 4th August 2017;
22. Acceptance by Ledingham Chalmers on behalf of the Seller (as then constituted) dated 4th August 2017;
23. Offer by Pinsent Masons LLP on behalf of the Purchaser dated 9 November 2017;
24. Acceptance by Ledingham Chalmers LLP on behalf of the Seller dated 10 November 2017;
25. Offer by Pinsent Masons LLP on behalf of the Purchaser dated 22nd May 2018;
26. Acceptance by Ledingham Chalmers LLP on behalf of the TWF (as then constituted) dated 23rd May 2018;
27. Offer by Pinsent Masons LLP on behalf of the Purchaser dated 3rd August 2018;
28. Qualified acceptance by Ledingham Chalmers LLP on behalf of the TWF (as then constituted) dated 6th August 2018;
29. Concluding letter by Pinsent Masons LLP on behalf of the Purchaser dated 6th August 2018;
30. Offer by Pinsent Masons LLP on behalf of the Purchaser dated 27 November 2018; and
31. Concluding letter by Ledingham Chalmers LLP dated 28 November 2018

("the Missives" and which expression shall include any amendments, variations, supplements, assignments or novations thereof or thereby)

and considering that in terms of the Missives we have undertaken to pay the Second Instalment and Interest as more particularly defined in the offer to amend the missives by Pinsent Masons LLP on behalf of the Purchasers dated 22<sup>nd</sup> July 2015; we the Purchaser and (First) **TWF** and (Second) **THE TRADES WIDOWS FUND CHARITY**, a Scottish Charitable Incorporated Organisation (Registered Charity Number SC045467), having its Principal Office at The Seven Incorporated Trades of Aberdeen, Trinity Hall, Trinity Corner, Holburn Street, Aberdeen, AB10 6DA (together and individually where the context so requires "the Seller") agree that the standard security granted by us in favour of the Seller and registered in the Land Register of Scotland under Title Number ABN127846 on 23rd November 2017 ("the Standard Security") shall with effect from the last date of signing hereof be varied so that the Standard Security shall also secure the obligations undertaken by the Purchaser to pay the balance of the Second Instalment and Interest accrued thereon as aforesaid; and we the Seller consent to the variation hereby effected; and the Purchaser and the Seller hereto agree that this Minute of Variation of Standard Security may be executed in any number of counterparts and by all of the parties on separate counterparts; where executed in counterparts (a) this Minute of Variation of Standard Security shall not take effect until all of the counterparts have been delivered; and (b) delivery will take place when the date of delivery is agreed among the parties after execution of this Minute of Variation of Standard Security as evidenced by the date inserted on page 1 of this Minute of Variation of Standard Security; where not executed in counterparts, this Minute of Variation of Standard Security shall become effective on the date agreed among the parties as evidenced by the date inserted on page 1 of this Minute of Variation of Standard Security; and we the Purchaser grant warrandice; **IN WITNESS WHEREOF** these presents printed on this and the preceding two pages are executed as follows:-

SUBSCRIBED by the said  
**BRUCE DEWAR CAMPBELL**

as trustee for the **MANAGERS OF THE WIDOWS FUND OF THE SEVEN INCORPORATED TRADES**

at **ABERDEEN**

on the **28<sup>th</sup>** day

of **November** 2018

*B. Campbell*

before this witness

*G. Stewart Stevenson*  
**GEOFFREY STEWART STEVENSON**

Witness

Full Name

Address

**ANNFIELD HOUSE**  
**304 GLENVIEW RD**  
**AB10 6PL**



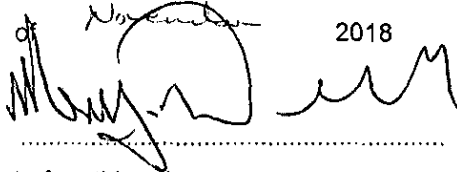
SUBSCRIBED by the said  
**MERVYN DONALD**

as trustee for the **MANAGERS OF THE WIDOWS FUND OF THE SEVEN INCORPORATED TRADES**

at Aburdeen

on the 28<sup>th</sup> day

of November 2018



before this witness



Witness

GEORGE STEWART STEVENSON Full Name

ANNFIELD HOUSE

Address

304 GT WESTERN RD

ABID GPL

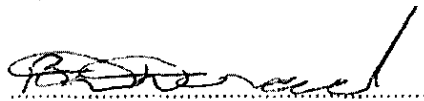
SUBSCRIBED by the said  
**BRIAN DOUGLAS DONALD**

as trustee for the **MANAGERS OF THE WIDOWS FUND OF THE SEVEN INCORPORATED TRADES**

at Aburdeen

on the 28<sup>th</sup> day

of 28<sup>th</sup> November 2018



before this witness



Witness

GEORGE STEWART STEVENSON Full Name

ANNFIELD HOUSE

Address

304 GT WESTERN RD

ABID GPL

Subscribed for CALA Management Limited

at

on

by

2018

.....  
Full Name (Authorised Signatory)

.....  
Signature of Authorised Signatory

.....  
Full Name (Authorised Signatory)

.....  
Signature of Authorised Signatory

Subscribed for Trades Widows Fund Charity  
at Aberdeen  
on 28 November 2018  
by

BRIAN DOUGLAS DONALD  
Full Name (Director/Company Secretary) Member  
before this witness

G. S. Stevenson  
Full Name (Witness)

GEORGE STEWART STEVENSON  
ANNFIELD HOUSE  
Address 304 GT WESTERN RD  
AB10 6PL

  
Signature of Director/Company Secretary ~~Factor~~ Member

  
Signature of Witness

SUBSCRIBED by the said

**MERVYN DONALD**

as trustee for the **MANAGERS OF THE WIDOWS FUND OF THE SEVEN INCORPORATED TRADES**

at

on the                      day

of                      2018

.....  
before this witness

..... Witness  
..... Full Name  
..... Address  
.....

SUBSCRIBED by the said

**BRIAN DOUGLAS DONALD**

as trustee for the **MANAGERS OF THE WIDOWS FUND OF THE SEVEN INCORPORATED TRADES**  
at

on the                      day

of                      2018

.....  
before this witness

..... Witness  
..... Full Name  
..... Address  
.....

Subscribed for CALA Management Limited

at Westhill  
on 29th November 2018  
by

ROSS MACLENNAN


.....  
Full Name (Authorised Signatory)

STEPHEN McLELLAN JARVIE

.....  
Full Name (Authorised Signatory)



.....  
Signature of Authorised Signatory



.....  
Signature of Authorised Signatory