

M

COMPANIES FORM No. 395

Particulars of a mortgage or charge

079368 / 52

395

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use ☐ Company number



2384495

Name of company

* Greenbank Partnerships Limited (the "Company")

Date of creation of the charge

28 December 2006

Description of the instrument (if any) creating or evidencing the charge (note 2)

Direct and Third Party Legal Charge (trustee and beneficiary) (the "Legal Charge")

Amount secured by the mortgage or charge

All Ravenhead Developments Limited (Company Registration Number 2534666) (the "Debtor") liabilities to National Westminster Bank Plc (the "Bank") of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) including banking charges, commission, interest, costs and expenses (the "Debtor's Obligations")

Names and addresses of the mortgagees or persons entitled to the charge

National Westminster Bank Plc
135 Bishopsgate
London

Postcode EC2M 3UR

Presentor's name address and reference (if any):

Halliwell's LLP (N07380.1062)
St James's Court
Brown Street
Manchester
M2 2JF

RJS/AP

Time critical reference

For official Use (02/00)
Mortgage Section

THURSDAY



AJ0GQLXH

A52

04/01/2007

207

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

1.1 In consideration of the Bank giving time or credit or banking facilities to the Debtor and for the purpose of securing the discharge on demand of the Debtor's Obligations the Company, Ravenhead Developments Limited (Company Registration Number 2534666) and Wigan Mining & Restoration Co. Limited (Company Registration Number 934051) (the "**Mortgagors**") with the consent of the Debtor each with full title guarantee charged to the Bank:-

1.1.1 By way of legal mortgage of all their legal and beneficial interests and otherwise by way of fixed charge:

- leasehold land known as Ravenhead Retail Park, Milverny Way and land on the east side of St Helens, Linkway, St Helens with Title Number MS316428 (Administrative Area: Merseyside: St Helens) ("**Property 1**")
- freehold land known as Ravenhead Retail Park, St Helens with Title Number MS446245 (Administrative Area: Merseyside: St Helens) ("**Property 2**")
- leasehold land lying to the west of St Helens Linkway, St Helens with title number MS501838 (Administrative Area: Merseyside: St Helens), and such right and title (if any) as the Mortgagor may have in unregistered land lying to the west of St Helens Linkway, St Helens (Administrative Area: Merseyside: St Helens) ("**Property 3**") (together the "**Property**");

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 3)

Nil

Signed Halliwells LLP

Date 2/1/07

On behalf of ~~XXXXXX~~ [mortgagee/~~XXXXXX~~]

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the Registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

† delete as appropriate

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

Continuation sheet No 1
to Form No 395 and 410 (Scot)

*Please complete
legibly, preferably
in black type, or
bold block lettering*

Company Number

2384495

Name of Company

Greenbank Partnerships Limited (the "Company")

~~XXXXXX~~

* delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

***Please complete
legibly, preferably
in black type, or
bold block lettering***

Please do not,
write in this
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

*Please complete
legibly, preferably
in black type, or
bold block lettering*

*Please complete
legibly, preferably
in black type, or
bold block lettering*

1.1.2 By way of fixed charge the proceeds of any insurance from time to time affecting the property.

1.2 The Mortgagors covenanted to discharge on demand the Debtor's Obligations and as a continuing security for such discharge and with full title guarantee charges to the Bank by way of fixed charge:-

1.2.1 The Property (to the full extent of their interest in the Property or its proceeds of sale);

1.2.2 All the fixtures and fittings of them from time to time attached to the Property;

1.2.3 All the plant and machinery vehicles and computer equipment of any of them present and future at the Property not regularly disposed of in the ordinary course of business and all associated warranties and maintenance contracts;

1.2.4 All furniture furnishings equipment tools and other chattels of any of them now and in the future at the Property and not regularly disposed of in the ordinary course of business; and

1.2.5 The present and future goodwill of any business carried on at the Property by or on behalf of the Debtor (the "**Goodwill**") all rents receivable from any lease granted out of the Property and the proceeds of any insurance from time to time affecting the Property or the assets charged by Clause 2 of the Legal Charge (the "**Charged Assets**").

Note:- The Legal Charge contains covenants by the Mortgagors with the Bank not without the Bank's prior written consent to:

(a) create or permit to arise any mortgage charge or lien on the charged property, nor to dispose of the charged property;

(b) grant or accept a surrender of any lease of licence or part with or share possession or occupation of the Property.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 02384495

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DIRECT AND THIRD PARTY LEGAL CHARGE DATED THE 28th DECEMBER 2006 AND CREATED BY GREENBANK PARTNERSHIPS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM RAVENHEAD DEVELOPMENTS LIMITED TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 4th JANUARY 2007.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9th JANUARY 2007.

[Handwritten signature]



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES