

158345 / £ 13

# M

COMPANIES FORM NO. 395

## Particulars of a mortgage or charge

# 395

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

CHWP000

Please do not write in this margin

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

Pursuant to section 395 of the Companies Act 1985

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

For official use

27

Company number

00022473

\*Insert full name of Company

Name of company

\* WYNNSTAY PROPERTIES PLC

Date of creation of the charge

16 day of December 2008

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

Memorandum of Security over Cash Deposits (the "Memorandum") dated by the Company (the "Depositor") in favour of Svenska Handelsbanken AB (publ) (the "Bank")

Amount secured by the mortgage or charge

All or any monies and liabilities which will from time to time be due, owing or incurred in whatsoever manner to the Bank by the Depositor under or in connection with the facility letter made between the Bank and the Depositor dated 22 September 2008 (the "Facility Letter") and the Security Documents (as defined in the Facility Letter) whether actually or contingently, and including interest, discount, commission and other lawful charges or expenses which the Bank may charge or incur pursuant to the Facility Letter and Security Documents (the "Liabilities").

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

Svenska Handelsbanken AB (publ),  
London West End Branch, 5<sup>th</sup> Floor, 13 Charles II Street, London  
Postcode SW1Y 4QU

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

FIELD FISHER WATER HOUSE  
35 VINE STREET  
LONDON EC3N 2AA

Time critical reference

For official Use(02/06)  
Mortgage Section

Post room

SATURDAY



A10 20/12/2008 250

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Depositor with full title guarantee and as a continuing security for the payment and discharge of all the Liabilities hereby charges in favour of the Bank by way of first fixed charge the Deposit and each and every debt represented by the Deposit.

Please do not write in this margin

The "Deposit" means the sum(s) of £600,000 agreed to be deposited by the Depositor with the Bank at its office at London West End Branch, 5<sup>th</sup> Floor, 13 Charles II Street, London, SW1Y 4QU and all other sums from time to time standing to the Depositor's credit on the Depositor's account number 20584003 with the London West End branch of the Bank or any deposit account with the Bank, whether at the same or at any other of the Bank's offices, whether in the same or in any other currency and whether in addition to or by way of renewal of or replacement for any sums previously deposited with the Bank by the Depositor or otherwise, together in each case with any interest from time to time accruing in respect thereof and all amounts deriving therefrom whether directly or indirectly

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

...cont/d on Sheet 1 attached

415

Particulars as to commission allowance or discount (note 3)

[Redacted area]

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

For WYNNSTAY PROPERTIES PLC

Signed Neil Andrew Walker Date 19 December 2008

On behalf of [company] ~~(mortgagee/chargee)~~

Notes

Delete as appropriate

- 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 and the charge was created 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.
- A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal Charge", etc, as the case may be, should be given.
- 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;
  - subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - 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.
- If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders are to be made payable to **Companies House**.
- The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ, Cardiff

**SHEET 1**

Note:-

1. It is a fundamental term arising upon the deposit with the Bank of each amount which is to constitute part of the Deposit that no part of the amount so deposited or any other part of the Deposit shall (except as may be provided in the Memorandum) be repayable by the Bank, unless the Bank otherwise agrees in writing, until all Liabilities shall be duly paid or discharged and the Bank shall not be subject to any obligation which may lead to the Depositor incurring any further indebtedness, liability or obligation to the Bank.
2. The Bank is irrevocably authorised without prior notice to the Depositor, without the Depositor's prior written consent and without prejudice to any other right or remedy which the Bank may have, at any time or times without restriction:-
3. To retain and take possession of the whole or any part or parts of the Deposit;
4. To appropriate the whole or any part or parts of the Deposit in or toward repayment or discharge of any or all of the Liabilities;
5. Generally to exercise all other rights, remedies and powers of enforcement conferred by law, all in such manner as the Bank may in its absolute discretion determine.
6. The Depositor has irrevocably and unconditionally undertaken in the Memorandum that during the continuance of the security constituted by the Memorandum the Depositor will not, with the exception of the security constituted by the Memorandum, create, attempt to create, or permit to subsist any mortgage, lien or security agreement or security interest of any kind on or over or assign or purport to assign the Deposit or any part of it or permit any lien to arise or affect the whole or any part of the Deposit.



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

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

COMPANY NO. 22473  
CHARGE NO. 27

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES  
HEREBY CERTIFIES THAT A MEMORANDUM OF SECURITY  
OVER CASH DEPOSITS DATED 18 DECEMBER 2008 AND  
CREATED BY WYNNSTAY PROPERTIES PUBLIC LIMITED  
COMPANY FOR SECURING ALL MONIES DUE OR TO BECOME  
DUE FROM THE COMPANY TO SVENSKA HANDELSBANKEN  
AB (PUBL) ON ANY ACCOUNT WHATSOEVER UNDER THE  
TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING  
OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT  
TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE  
20 DECEMBER 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22 DECEMBER  
2008

*AB*



Companies House  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES