

DATED

Bm July

2009

COMMUNITY HOUSING ASSOCIATION LIMITED

-and-

LLOYDS TSB BANK PLC

-and-

**THE MAYOR AND BURGESSES
OF THE LONDON BOROUGH OF CAMDEN**

DEED OF VARIATION

Relating to the Agreement dated 16 March 2004
between Community Housing Association Limited
and the Mayor and Burgesses of the
London Borough of Camden
under section 106 of the Town and
Country Planning Act 1990 (as amended)
relating to the redevelopment of

GRAYS INN BUILDINGS & RESIDENCES EC1

Andrew Maughan
Head of Legal Services
London Borough of Camden
Town Hall
Judd Street
London WC1H 9LP

Tel: 0207 974 1918
Fax: 0207 974 2962

G:\case files\culture & env\planning\lmm\s106 Agreements\Grays Inn Buildings DoV
REF: CLS/COM/LMM/1431.544
DoV 12.05.09 - Final

THIS AGREEMENT is made on the 13th day of July 2009

BETWEEN

1. **COMMUNITY HOUSING ASSOCIATION LIMITED** (Company Registration Number IP20453R) whose registered office is at 100 Chalk Farm Road London NW1 8EH (hereinafter referred to as "the Owner") of the first part
2. **LLOYDS TSB BANK PLC** (Co. Regn. No. 2065) of Public & Community Sector 3rd Floor 25 Gresham Street London EC2V 7HN (hereinafter referred to as "the Mortgagee") of the second part
3. **THE MAYOR AND BURGESSES OF THE LONDON BOROUGH OF CAMDEN** of the Town Hall Judd Street London WC1H 9LP (hereinafter referred to as "the Council") of the third part

1. **WHEREAS**

- 1.1 The Council and the Owner entered into an Agreement relating to development of the Property dated 16 March 2004 pursuant to Section 106 of the Town and Country Planning Act 1990 (as amended).
- 1.2 The Owner is registered at the Land Registry as freehold proprietor of the Property with Title Absolute under Title number NGL831816.
- 1.3 The Council is the local planning authority for the purposes of the Act.
- 1.4 The Owner is interested in the Property for the purposes of Section 106(9) of the Act.
- 1.5 The Mortgagee as mortgagee under a legal charge registered under Title Number NGL831816 and dated 12 June 2007 is willing to enter into this Agreement to give its consent to the same and the Existing Agreement.
- 1.6 A planning application for the Development of the Property was submitted to the Council and validated on 27 September 2005 for which the Council resolved to grant permission conditionally under reference number 2005/3992/P subject to the conclusion of this legal Agreement.

- 1.7 This Agreement is made by virtue of the Town and Country Planning Act 1990 Section 106 (as amended) and is a planning obligation for the purposes of that section.
- 1.8 Without prejudice to the terms of the other covenants contained in the Existing Agreement the parties hereto have agreed to vary the terms of the Existing Agreement as hereinafter provided.

2. INTERPRETATION

- 2.1 All words and phrases defined in the Existing Agreement shall have the same meaning in this Agreement save where the context otherwise dictates and for the avoidance of any doubt the Existing Agreement shall remain in full force and effect save as varied by this Agreement.
- 2.2 All reference in this Agreement to clauses in the Existing Agreement are to clauses within the Existing Agreement.
- 2.3 In this Agreement the following expression shall unless the context otherwise states have the following meaning now allocated to it.

- | | |
|-------------------------|--|
| a. "Agreement" | this Deed of Variation |
| b. "Community Element" | the community use floorspace within the Development to be used as permanent community use floorspace in association only with the Affordable Housing Units forming part of the Property as shown marked "D1 Assembly Use" on Plan 1 annexed hereto |
| c. "Existing Agreement" | the Section 106 Agreement under the Town and Country Planning Act 1990 (as amended) dated 16 March 2004 made between the Council and the Owner |

d. "the Original Planning Permission"

means the planning permission granted by the Council on 16th March 2004 reference PSX0205142/R1 allowing the demolition and partial demolition of existing buildings on site and erection of new building to provide additional residential accommodation (Class C3), light industrial/workshop accommodation (Class B1c) and the refurbishment of Grays Inn Residences and retention of Rosebery Avenue/Clerkenwell Road façade as shown on drawing numbers 1806/100A, 1806/101B, 180/102B, 1806/103B, 1806/104B, 1806/105A, 1806/106B, 1806/107A, 1806/110B, 1806/111B, 1806/112A, 1806/113A, 1806/114A, 1806/115B, 1806/116A, 1806/120A, 1806/121A, 1806/122A, 1806/123A, 1806/124A, 1806/125A, 1806/126A, 1806/127A, 1806/128A, 1806/129A, 1806/130A, 1806/131A

- 2.4 Where in this Agreement reference is made to a clause schedule or recital such reference (unless the context otherwise requires) is a reference to a clause schedule or recital of this Agreement.
- 2.5 Headings are for ease of reference only and are not intended to be construed as part of this Agreement and shall not be construed as part of this Agreement and shall not effect the construction of this Agreement.
- 2.6 Unless the context otherwise requires references to the singular shall include the plural and vice versa.
- 2.7 References in this Agreement to the Owner and Mortgagee shall include their successors in title.

3. VARIATION TO THE EXISTING AGREEMENT

- 3.1 The following definitions contained in the Existing Agreement shall be varied as follows:

"Development"	change of use of part of the basement floor of building 1 from light industrial (Use Class B1c) to community use (Use Class D1) as a variation of the planning permission granted on 16th March 2004 (ref: PSX205142/R2) for the redevelopment of the site to accommodate 104 social housing units and light industrial workshops as shown on drawing numbers 806/001; 1806/002 and 1806/003
"Employment Element"	the employment units within the Development to be used as permanent employment floorspace as shown marked "B1 Office Use" on Plan 1 annexed hereto
"Planning Permission"	variation of the Original Planning Permission to be issued by the Council under reference number 2005/3992/P in the form of the draft annexed hereto
"Planning Application"	the application for Planning Permission in respect of the Property submitted to the Council and validated on 27 September 2005 and given reference number 2005/3992/P

- 3.2 Clause 1.1 of the Existing Agreement shall be deleted and replaced by the following words:

"The Owner is registered at HM Land Registry as the freehold proprietor with Title absolute of the Property under Title Number NGL831816."

- 3.3 The following sub-clauses shall be added to Clause 4 of the Existing Agreement:-

4.6 Use of Community Element

4.6.1 To ensure as far as reasonably possible that the Community Element within the Development is used or Occupied for no purpose other than for as a community use within Class D1 of the Schedule to the Town and Country Planning (Use Classes) Order 1987 and the Community Element to be used at all times for activities which support the occupants of the Affordable Housing Units forming part of the Property and the residents of the borough as appropriate and as far as reasonably possible shall not be used for any other purpose.

4.6.2 In the event of any part of the Community Element is not Occupied for such purpose for a period of 12 months the Parties will use reasonable endeavours to investigate with a view to formulating a plan for the appropriate use of the Community Element that both Parties find acceptable.

- 3.4 In all other respects the Existing Agreement (as varied by this Agreement) shall continue in full force and effect.

4. PAYMENT OF THE COUNCIL'S LEGAL COSTS

- 4.1 The Owner agrees to pay the Council (on or prior to completion of this Agreement) its reasonable and proper legal costs incurred in preparing this Agreement

5. **REGISTRATION AS LOCAL LAND CHARGE**


5.1 This Agreement shall be registered as a Local Land Charge

6. **THIRD PARTY**

6.1 The Contracts (Rights of Third Parties) Act 1999 shall not apply to this Agreement.

IN WITNESS whereof the Council and the Owner have caused their respective common seals to be hereunto affixed the day and year first before written

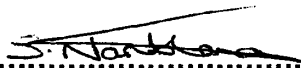
THE COMMON SEAL OF
COMMUNITY HOUSING
ASSOCIATION LIMITED
was hereunto affixed
in the presence of:-

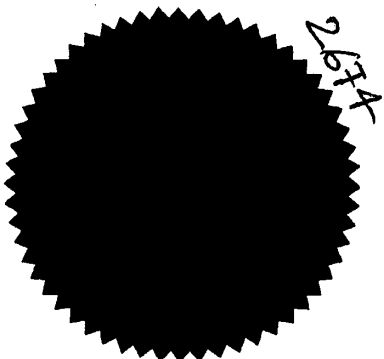

.....
Authorised Signatory


.....
Authorised Signatory

EXECUTED AS A DEED BY
LLOYDS TSB BANK PLC
by
in the presence of:-



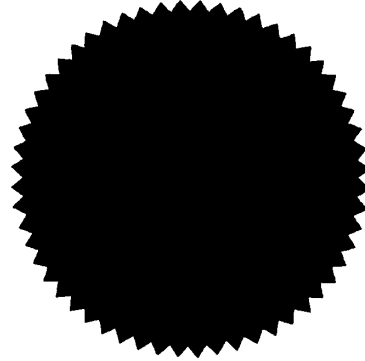

.....
SANJAY NARESHCHAM



**CONTINUATION OF SECTION 106 AGREEMENT IN RELATION TO
GRAYS INN BUILDINGS & RESIDENCES EC1**

**THE COMMON SEAL OF THE MAYOR
AND BURGESSES OF THE LONDON
BOROUGH OF CAMDEN
was hereto affixed by Order:-**

)
)
)
)



.....
Authorised Signatory

1. Lobby
2. Reception LIT
3. Uplifted
4. Interview Room
5. Counselor's Office
6. Counselor's Office
7. Riser
8. Resident's Storage Cages
ST. Store
K. Kitchen



KEY

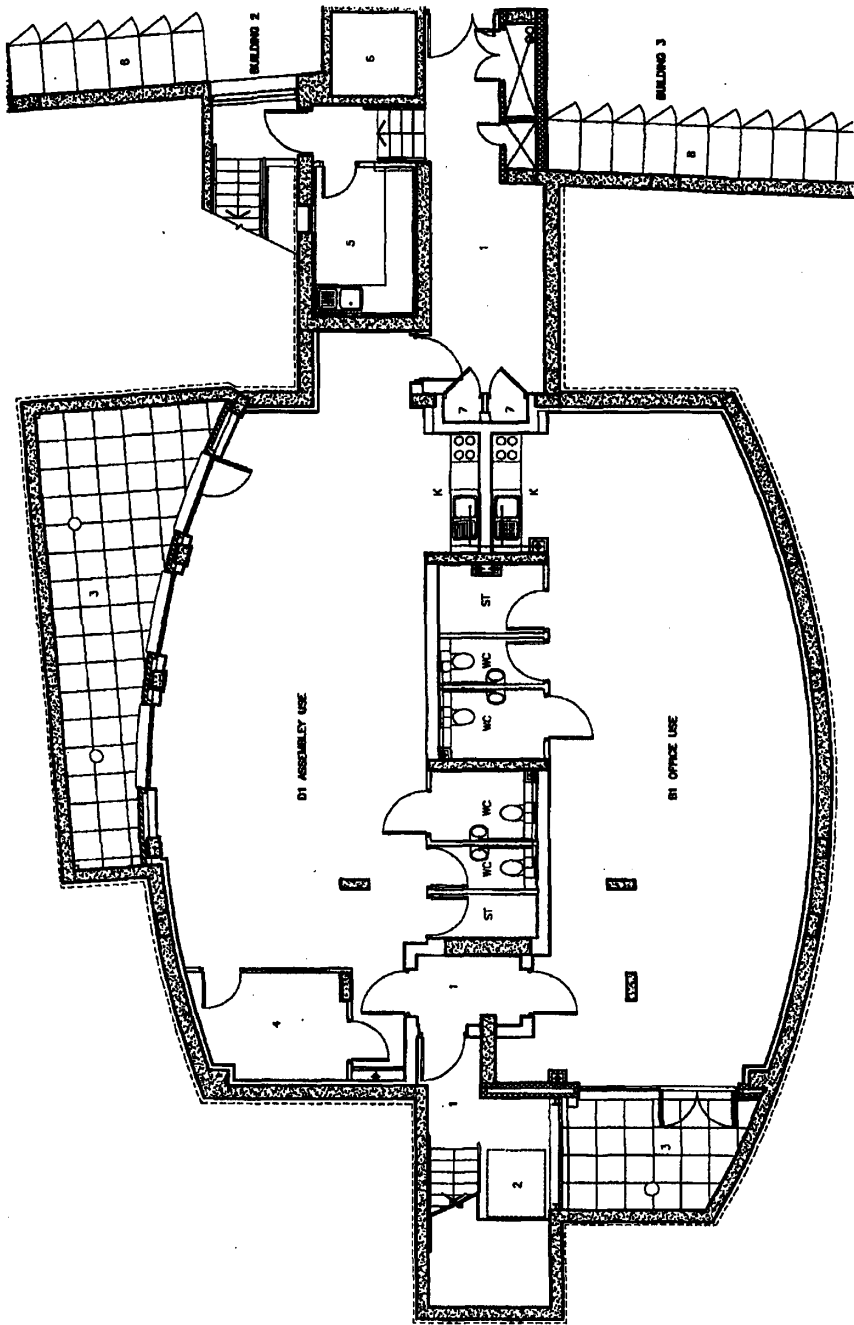
1. Lobby
2. Reception LIT
3. Uplifted
4. Interview Room
5. Counselor's Office
6. Counselor's Office
7. Riser
8. Resident's Storage Cages
- ST. Store
- K. Kitchen

Room	Area	Volume	Notes
1. Lobby	1000	1000	
2. Reception LIT	1000	1000	
3. Uplifted	1000	1000	
4. Interview Room	1000	1000	
5. Counselor's Office	1000	1000	
6. Counselor's Office	1000	1000	
7. Riser	1000	1000	
8. Resident's Storage Cages	1000	1000	
ST. Store	1000	1000	
K. Kitchen	1000	1000	

RESTROOMS

1. Men
2. Women
3. Children

Room	Area	Volume	Notes
1. Men	1000	1000	
2. Women	1000	1000	
3. Children	1000	1000	



BUILDING 1 - PROPOSED BASEMENT FLOOR LAYOUT

Jestico + Whiles Architects
1 Cobourg Street
London
NW1 2HP

Application Ref: 2005/3992/P

29 March 2006

Dear Sir/Madam

DRAFT
FOR INFORMATION ONLY - NOT A FORMAL DECISION
Town and Country Planning Acts 1990 (as amended)

DECISION SUBJECT TO A SECTION 106 LEGAL AGREEMENT

Address:

**Grays Inn Buildings and Residences:
Site bounded by Rosebery Avenue
Laystall Street,
Grays Inn Road
Clerkenwell Road & Great Russell Street
London
EC1R 2HP**

DECISION

Proposal:

Change of use of part of the basement floor of building 1 from light industrial (Use Class B1c) to community use (Use Class D1) as a variation of the planning permission granted on 16th March 2004 (ref: PSX205142/R2) for the redevelopment of the site to accommodate 104 social housing units and light industrial workshops.

Drawing Nos: 1806/001; 1806/002; 1806/003.

The Council has considered your application and decided to grant permission subject to the conditions and informatives (if applicable) listed below **AND** subject to the successful conclusion of a Section 106 Legal Agreement.

The matter has been referred to the Council's Legal Department and you will be contacted shortly. If you wish to discuss the matter please contact **Aidan Brookes** in the Legal Department on **020 7 974 1947**.

Once the Legal Agreement has been concluded, the formal decision letter will be sent to you.

Condition(s) and Reason(s):

- 1 No music shall be played on the premises in such a way as to be audible within any adjoining premises or on the adjoining highway.

Reason: To safeguard the amenities of the adjoining premises and the area generally in accordance with the requirements of policy RE2 of the London Borough of Camden Unitary Development Plan 2000 and to policy SD6 of the Revised Deposit Draft as amended by the Proposed Modifications agreed by the Council's Executive on 11th January 2006.

Informative(s):

- 1 Your attention is drawn to the fact that there is a separate legal agreement with the Council which relates to the development to which the permission is granted.
- 2 Reasons for granting permission.

The proposed development is in general accordance with the policy requirements of the adopted London Borough of Camden Unitary Development Plan 2000, with particular regard to policies RE2, EC3, SC1, SC2 as well as policies SD6, E2 and C1 of the Revised Deposit Draft as amended by the Proposed Modifications agreed by the Council's Executive on 11th January 2006. For a more detailed understanding of the reasons for the granting of this planning permission, please refer to the officers report.

Yours faithfully

Culture and Environment Directorate

DATED

13th July

2009

COMMUNITY HOUSING ASSOCIATION LIMITED

-and-

**THE MAYOR AND BURGESSES
OF THE LONDON BOROUGH OF CAMDEN**

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