

DATED

1 May

2009

**(1) GRANDSOFT LIMITED**

-and-

**(2) LLOYDS TSB BANK PLC**

-and-

**(3) THE MAYOR AND THE BURGESSES OF  
THE LONDON BOROUGH OF CAMDEN**

---

**DEED OF VARIATION**

relating to the Agreement dated 5 August 2005  
under section 106 of the Town and  
Country Planning Act 1990 (as amended)  
relating to development at premises known as  
**125 HIGH HOLBORN**

**COMPRISING 9-10 SOUTHAMPTON PLACE, 121-125 HIGH HOLBORN and  
3-9 & 1-13 SOUTHAMPTON ROW LONDON WC1V 6QA**

---

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

Tel: 020 7974 1918  
Fax: 020 7974 2962

THIS AGREEMENT is made on the

1

day of

May

2009

**BETWEEN**

1. **GRANDSOFT LIMITED** (Co. Regn. No. 3771024) whose registered office is at New Burlington House 1075 Finchley Road London NW11 0PU (hereinafter called "the Owner") of the first part
2. **LLOYDS TSB BANK PLC** (Co. Regn. No. 2065) whose registered office is at 25 Gresham Street London EC2V 7HN (hereinafter called "the Mortgagee") of the second part
3. **THE MAYOR AND BURGESSES OF THE LONDON BOROUGH OF CAMDEN** of Town Hall, Judd Street, London WC1H 9LP (hereinafter called "the Council") of the third part

**WHEREAS:**

- 1.1 The Council Grandsoft Limited Barclays Bank PLC and the Royal Bank Of Scotland PLC entered into an Agreement dated 5 August 2005 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 the freehold proprietor with Title Absolute under title number NGL779464 subject to a charge to the Mortgagee.
- 1.3 The Owner is the freehold owner of and is interested in the Property for the purposes of Section 106(9) of the Act.
- 1.4 The Council is the local planning authority for the purposes of the Act and considers it expedient in the interests of the proper planning of its area that the Development of the Property should be restricted or regulated in accordance with this Agreement.
- 1.5 The Planning Applications in respect of the Property were submitted to the Council by the Owner to amend the Original Planning Permission for which the Council resolved to grant permission conditionally subject to the conclusion of this Agreement.

- 1.6 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.
- 1.7 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.

2.3.1 "Agreement" this Deed of Variation

2.3.2 "Existing Agreement" the Section 106 Agreement under the Town and Country Planning Act 1990 (as amended) dated 5 August 2005 made between the Council the Owner Barclays Bank PLC and the Royal Bank of Scotland

2.3.3 "the Original Planning Permission" means the planning permission granted by the Council on 5 August 2005 referenced 2005/1082/P allowing the demolition and redevelopment of 9-10 Southampton Place and

3-9 Southampton Row and demolition and redevelopment behind the retained façade at 121-126 High Holborn 1 and 11-13 Southampton Row to provide new office and retail accommodation together with associated plant servicing and parking as shown on drawing numbers: 2047-20-240 rev A; 241 rev B; 242 rev A; 243 rev A; 244 rev A; 245 rev A; 246 rev A; 247 rev B; 248 rev B; 250 rev D; 251 rev B; 253 rev C; 260 rev B; 261 rev C; 262 rev A; 263 rev A; 270 rev A; 271 rev A; 272 rev A; 273 rev A; 280 rev B; 281 rev B; 282 rev B; 283 rev B; 290 rev B; 291 rev B; 292 rev B; 293 rev B; 294 rev B; 295 rev B; 296 rev B; 297 rev B; 298 rev B; 801; 21-410 rev B; 21-411 rev B; 21-441; 21-442; 21-443; 21-444; 21-421 rev A; Site Location Plan; demolition & redevelopment details; supporting statement; appendix AB2; design report; planning report and outline planning stage document

- 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:

3.1.1 "the Application" means the Planning Applications

3.1.2 "Development" variation of planning permission dated 5 August 2005 (Reg. No2005/1082/P) by the First Development the Second Development the Third Development the Fourth Development and the Fifth Development

3.1.3 "Planning Permissions" the First Permission the Second Permission the Third Permission the Fourth Permission and the Fifth Permission

3.2 The following definitions shall be added to the Existing Agreement:-

3.2.1 "the Fifth Development" partial dismantling and reconstruction of top floor and roof as shown on drawing numbers: 2047-00-103; 820; 821; 822; 823 and Retained Facade Report dated 11 Jan 2007

3.2.2 "the Fifth Planning Application" the application for the Fifth Planning Permission in respect of the Property validated by the Council on 8 January 2007 and given reference number 2007/0145/P

3.2.3 "the Fifth Planning Permission" the planning permission in relation to the Fifth Development to be issued by the Council under reference number 2007/0145/P substantially in the draft form annexed hereto

**3.2.4 "the First Development"**

amendments to retail (Class A1) and office (Class B1) floorspace creating an increase in floorspace including alterations as a variation to planning permission granted subject to a section 106 legal agreement dated 5th August 2005 (ref. 2005/1082/P) (for the demolition and redevelopment of the site to provide new office and retail accommodation together with associated plant, servicing and parking) as shown on drawing numbers: Site location plan; 2047-SK-060 rev A, 124, 125, 126 with photos of views 1, 2, 3, 4, 5, 6, 7, sheet 1 of 2 and 2 of 2; 2047-20-200, 201, 202 rev A, 203 rev A, 204 rev A, 205 rev A, 206 rev A, 207 rev A, 251 rev C and 263 rev B

**3.2.5 "the First Planning Application"**

the application for the First Planning Permission in respect of the Property validated by the Council on 11 September 2006 and given reference number 2006/4167/P

**3.2.6 "the First Planning Permission"**

the planning permission in relation to the First Development to be issued by the Council under reference number 2006/4167/P substantially in the draft form annexed hereto

**3.2.7 "the Fourth Development"**

provision of additional glazing at first to fifth floor levels and louvres at ground floor level to the north elevation as shown on drawing numbers: 2047-00-103; 2047-SK-152; 170; 171; 172; 173; 174; 175; 176; 177; 2047-20-201 rev D; 202 rev D; 203 rev D; 204 rev D; 205 rev D; 206 rev D and 263 rev E

- 3.2.8 "the Fourth Planning Application" the application for the Fourth Planning Permission in respect of the Property validated by the Council on 22 December 2006 and given reference number 2006/5884/P
- 3.2.9 "the Fourth Planning Permission" the planning permission in relation to the Fourth Development to be issued by the Council under reference number 2006/5884/P substantially in the draft form annexed hereto
- 3.2.10 "the Planning Applications" the First Planning Application the Second Planning Application the Third Planning Application the Fourth Planning Application and the Fifth Planning Application
- 3.2.11 "the Second Development" external alterations to the roof of the building to include lift overruns, additional plant equipment that would be enclosed by acoustic screen at roof level and facade cleaning track and cradle to Southampton Row elevation as a variation to planning permission 2005/1082/P granted 05 August 2005 for the demolition and redevelopment to provide new office and retail accommodation together with associated plant, servicing and parking as shown on drawing numbers: Site location plan; design and access statement; photosheet; verified view methodology; technical report; 2047-20-207 rev B; 247 rev B; 250 rev D; 250 rev E; 251 rev B; 251 rev D; 253 rev C; 253 rev D; 260 rev B; 260 rev D; 261 rev C; 261 rev D; 262 rev A; 262 rev C; 263 rev A; 263 rev C, 801; 2047-sk-124; 125; 126; photos of view 1; 2; 3; 4; 5; 6; 7; sheet 1 of 2 and sheet 2 of 2

**3.2.12 "the Second  
Planning Application"**

the application for the Second Planning Permission in respect of the Property validated by the Council on 14 September 2006 and given reference number 2006/4252/P

**3.2.13 "the Second  
Planning Permission"**

the planning permission in relation to the Second Development to be issued by the Council under reference number 2006/4252/P substantially in the draft form annexed hereto

**3.2.14 "the Third Development"**

provision of a canopy to the main entrance on Southampton Row as shown on drawing numbers: Site Location Plan; 2047 - 21 - 407 Rev A and 2047 - 21 - 410 Rev B

**3.2.15 "the Third  
Planning Application"**

the application for the Third Planning Permission in respect of the Property validated by the Council on 3 October 2006 and given reference number 2006/4548/P

**3.2.16 "the Third Development  
Planning Permission"**

the planning permission in relation to the Third Development to be issued by the Council under reference number 2006/4548/P substantially in the draft form annexed hereto

**3.3** 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 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

IN WITNESS WHEREOF the Council and the Owner has caused their respective Common  
Seals to be affixed and the Mortgagee has caused this Agreement to be executed as a Deed  
the day and year first above written.

EXECUTED AS A DEED BY  
GRANDSOFT LIMITED  
in the presence of:-

.....  
Director

.....  
Director/Secretary

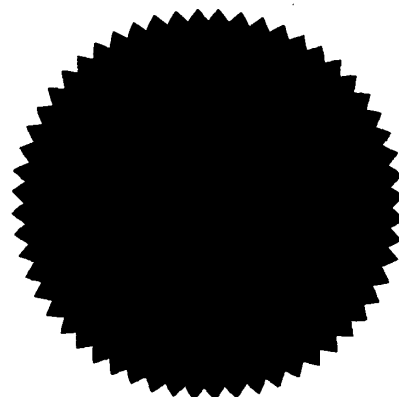
EXECUTED AS A DEED by the  
Attorney Authorised on behalf of  
LLOYDS TSB BANK PLC

.....  
Duly Authorised Signatory

.....  
SIGNED AND DELIVERED AS A DEED BY  
LAWSON MARTIN CONROY  
RELATIONSHIP DIRECTOR PROPERTY, LLOYDS TSB  
CORPORATE )  
As Attorney for Lloyds TSB Bank Plc in the  
presence of )  
.....  
Ground Floor  
10 Gresham Street  
London, EC2V 7AE

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

.....  
Duly Authorised Officer



Montagu Evans LLP  
Clarges House  
6-12 Clarges Street  
London  
W1J 8HB

Application Ref: 2006/4167/P

10 March 2009

Dear Sir/Madam

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

**DECISION SUBJECT TO A SECTION 106 LEGAL AGREEMENT**

Address:

125 High Holborn  
comprising 9-10 Southampton Place  
121-126 High Holborn  
1-13 Southampton Place  
London  
WC1V 6QA

**DECISION**

Proposal:

Amendments to retail (Class A1) and office (Class B1) floorspace creating an increase in floorspace including alterations as a variation to planning permission granted subject to a section 106 legal agreement dated 5th August 2005 (ref. 2005/1082/P) (for the demolition and redevelopment of the site to provide new office and retail accommodation together with associated plant, servicing and parking).

Drawing Nos: Site location plan; 2047-SK-060 rev A, 124, 125, 126 with photos of views 1, 2, 3, 4, 5, 6, 7, sheet 1 of 2 and 2 of 2; 2047-20-200, 201, 202 rev A, 203 rev A, 204 rev A, 205 rev A, 206 rev A, 207 rev A, 251 rev C, 263 rev B.

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):

Informative(s):

- 1 Reasons for granting permission.

The proposed development is in general accordance with the policy requirements of the London Borough of Camden Replacement Unitary Development Plan 2006, with particular regard to policies S1, S2, S26, S28, S29C, B1, B6, B7, R7A, T1B, 2.7 of the Supplementary Planning Guidance 2002 and guidance from Camden Planning Guidance Consultation Draft 2005. For a more detailed understanding of the reasons for the granting of this planning permission, please refer to the officers report.

- 2 Please be advised that this permission is an amendment to a previously approved scheme (ref no 2005/1082/P). All conditions relating to the original permission are relevant to this application including specified timescales.

Yours faithfully

Culture and Environment Directorate

**DECISION**

Montagu Evans LLP  
Clarges House  
6-12 Clarges Street  
London  
W1J 8HB

Application Ref: 2006/4252/P

10 March 2009

Dear Sir/Madam

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

**DECISION SUBJECT TO A SECTION 106 LEGAL AGREEMENT**

Address:

**125 High Holborn  
comprising 9-10 Southampton Place  
121-126 High Holborn  
1-13 Southampton Row  
London  
WC1V 6QA**

**DECISION**

Proposal:

External alterations to the roof of the building to include lift overruns, additional plant equipment that would be enclosed by acoustic screen at roof level and facade cleaning track and cradle to Southampton Row elevation as a variation to planning permission 2005/1082/P granted 05 August 2005 for the demolition and redevelopment to provide new office and retail accommodation together with associated plant, servicing and parking.

Drawing Nos: Site location plan; design and access statement; photosheet; verified view methodology; technical report; 2047-20-207 rev B; 247 rev B; 250 rev D; 250 rev E; 251 rev B; 251 rev D; 253 rev C; 253 rev D; 260 rev B; 260 rev D; 261 rev C; 261 rev D; 262 rev A; 262 rev C; 263 rev A; 263 rev C, 801; 2047-sk-124; 125; 126; photos of view 1; 2; 3; 4; 5; 6; 7; sheet 1 of 2 and sheet 2 of 2.

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 Before the use commences, the air-condition plant shall be provided with acoustic isolation and sound attenuation in accordance with the scheme approved by the Council. The acoustic isolation shall thereafter be maintained in effective order to the reasonable satisfaction of the Council.

Reason: To safeguard the amenities of the adjoining premises and the area generally in accordance with the requirements of policies SD6 SD7B, SD8 and Appendix 1 of the London Borough of Camden Replacement Unitary Development Plan 2006.

Informative(s):

- 1 Reasons for granting permission.

The proposed development is in general accordance with the policy requirements of the London Borough of Camden Replacement Unitary Development Plan 2006, with particular regard to policies S1, S2, SD6, SD7B, SD8, B1, B3, B6, B7, Appendix 1 and 2.7 and 4.8 of the Supplementary Planning Guidance 2002. For a more detailed understanding of the reasons for the granting of this planning permission, please refer to the officers report.

- 2 Please be advised that this permission is an amendment to a previously approved scheme (ref no 2005/1082/P). All conditions relating to the original permission are relevant to this application including specified timescales.
- 3 Your attention is drawn to the fact that there is a separate legal agreement with the Council which relates to the development for which this permission is granted.

Yours faithfully

Culture and Environment Directorate

Montagu Evans LLP  
Clarges House  
6-12 Clarges Street  
London  
W1J 8HB

Application Ref: **2006/4548/P**

10 March 2009

Dear Sir/Madam

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

**DECISION SUBJECT TO A SECTION 106 LEGAL AGREEMENT**

Address:

**125 High Holborn  
comprising 9-10 Southampton Place  
121-126 High Holborn  
1-13 Southampton Row  
London  
WC1V 6QA**

**DECISION**

Proposal:

Variation to planning permission granted subject to a section 106 legal agreement dated 5th August 2005 (ref. 2005/1082/P) (for the demolition and redevelopment of the site to provide new office and retail accommodation together with associated plant, servicing and parking) to provide a canopy to the main entrance on Southampton Row.

Drawing Nos: Site Location Plan; 2047 - 21 - 407 Rev A; 2047 - 21 - 410 Rev B

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):

Informative(s):

1 Reasons for granting permission.

The proposed development is in general accordance with the policy requirements of the London Borough of Camden Replacement Unitary Development Plan 2006, with particular regard to policies S1, S2, B1, B3, B6 and B7. For a more detailed understanding of the reasons for the granting of this planning permission, please refer to the officers report.

2 Please be advised that this permission is an amendment to a previously approved scheme (ref no: 2005/1082/01). All conditions relating to the original permission are relevant to this application including specified timescales

Yours faithfully

Culture and Environment Directorate

**DECISION**

Sheppard Robson  
77 Parkway  
Camden Town  
LONDON  
NW1 7PU

Application Ref: **2006/5884/P**

10 March 2009

Dear Sir/Madam

**DRAFT**

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

**DECISION SUBJECT TO A SECTION 106 LEGAL AGREEMENT**

Address:

**125 High Holborn  
comprising 9-10 Southampton Place  
121-126 High Holborn  
1-13 Southampton Row  
London  
WC1V 6QA**

**DECISION**

Proposal:

Variation to planning permission granted subject to a section 106 legal agreement dated 5th August 2005 (ref. 2005/1082/P) (for the demolition and redevelopment of the site to provide new office and retail accommodation together with associated plant, servicing and parking) to provide additional glazing at first to fifth floor levels and louvres at ground floor level to the north elevation.

Drawing Nos: 2047-00-103; 2047-SK-152; 170; 171; 172; 173; 174; 175; 176; 177; 2047-20-201 rev D; 202 rev D; 203 rev D; 204 rev D; 205 rev D; 206 rev D; 263 rev E

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):

Informative(s):

- 1 Please be advised that this permission is an amendment to a previously approved scheme (ref no 2005/1082/P). All conditions relating to the original permission are relevant to this application including specified timescales.
- 2 Reasons for granting permission.

The proposed development is in general accordance with the policy requirements of the London Borough of Camden Replacement Unitary Development Plan 2006, with particular regard to policies S16, B1, B3, B7 and guidance provided in the Camden Planning Guidance Consultation Draft 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

**DECISION**

Sheppard Robson  
77 Parkway  
LONDON  
NW1 7PU

Application Ref: **2007/0145/P**

10 March 2009

Dear Sir/Madam

**DRAFT**

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

**DECISION SUBJECT TO A SECTION 106 LEGAL AGREEMENT**

Address:

**125 High Holborn  
comprising 9-10 Southampton Place  
121-126 High Holborn  
1-13 Southampton Row  
London  
WC1V 6QA**

**DECISION**

Proposal:

Partial dismantling and reconstruction of top floor and roof as an amendment to the planning permission granted 5th August 2005 (ref. 2005/1082/P) (for the partial demolition and redevelopment of the site to provide new office and retail accommodation together with associated plant, servicing and parking).

Drawing Nos: 2047-00-103; 820; 821; 822; 823; Retained Facade Report dated 11 Jan 2007.

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 All new external work shall be carried out in materials that resemble, as closely as possible, in colour and texture those of the existing building, unless otherwise specified in the approved application.

Reason: To safeguard the appearance of the premises and the character of the immediate area in accordance with the requirements of policies S1/ S2 and B1 and B7 of the London Borough of Camden Replacement Unitary Development Plan 2006.

- 2 Detailed drawings, or samples of materials as appropriate, in respect of the following, shall be submitted to and approved in writing by the Council before the relevant part of the work is begun:

a) Plan, elevation and section drawings of all new windows at a scale of 1:10 with typical glazing bar details at 1:1

b) Samples and/or manufacturer's details of new facing materials for the roof, chimney and turrets to be provided on site and retained on site during the course of the works.

The relevant part of the works shall not be carried out otherwise than in accordance with the details thus approved.

Reason: In order to safeguard the architectural quality of the existing building and to preserve the special character and appearance of the Bloomsbury Conservation Area in accordance with the requirements of policy B3 and B7 of the London Borough of Camden Replacement Unitary Development Plan 2006.

Informative(s):

- 1 Please be advised that this permission is an amendment to a previously approved scheme (ref no 2005/1082/P). All conditions relating to the original permission are relevant to this application including specified timescales.
- 2 Reasons for granting permission.

The proposed development is in general accordance with the policy requirements of the London Borough of Camden Replacement Unitary Development Plan 2006, with particular regard to policies B1, B3, B6, B7. 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

# POWER OF ATTORNEY FOR EXECUTION OF DOCUMENTS

## CORPORATE BANKING

By this power of attorney given on the 30 January, 2009, Lloyds TSB Bank plc, whose registered office is at 25 Gresham Street, London EC2V 7HN ("the bank") hereby appoints:

### **Corporate Banking**

Diana Brightmore-Armour

Chief Executive Officer, Corporate Banking and co-head,  
Corporate Markets

### **Risk Management**

Richard West

Risk Director

### **Large Corporate**

Mark Andrew Stokes

Managing Director, Large Corporate & Public and  
Community Sector

Martin Akers

National Head of Business Development

Simon Paul Banham

Director & Head of Large Corporate, Yorkshire

Christopher Leonard Taylor

Director & Head of Property, North Region

Mike Mullaney

Director & Head of Property, North East Area

Justin Paul Snoxell

Director & Head of Property, London & South East Region

Ian Martin

Director & Head of Property, Midlands & South West

Natasha Babar-Evans

Implementation Director, Property Finance

Simon James Fraser

Director & Head of Large Corporate London West End

Catherine Martin

Director & Head of Large Corporate Thames Gateway

Mark Meirion Medd

Director & Head of Large Corporate Thames Valley & South  
East

Keith Gregory McLagan

Lead Relationship Director – Technology, Media &  
Telecoms Sector

Kevin Paul Stannard

Director & Head of Large Corporate East Anglia & South  
Midlands

Andrew Paul Corbett

Director & Head of Large Corporate East Midlands

Stephen Fadian

Corporate Finance Director, Midlands

Elizabeth Claire Fuge

Corporate Finance Director, Midlands

Stephen Galvin

Corporate Finance Director

Gavin William Reid

Corporate Finance Director

Simon Antony Mark Cooper

Relationship Director, Corporate Finance

Michael Gaffney

Relationship Director, Corporate Finance

Kim Kathryn Collins

Relationship Director, Corporate Finance

Andrew James Fish

Relationship Director, Corporate Finance

Andrew Simon Waller

Relationship Director, Corporate Finance

Gary Chapman

Corporate Finance Director

Stephen James Carmichael

Corporate Finance Director

Brendan James Brien

Relationship Director, Fast Growth

Nadeem Sheik

Relationship Director, Fast Growth

David John Allanson

Director & Head of Large Corporate

Paul Foster

Lead Relationship Director -- North

Ashley Gareth Wild

Relationship Director

Richard Ian Townsend

Relationship Director

John Michael Stubbins

Relationship Director

Andrew Douglas Aisthorpe

Relationship Director

Mark Wilcockson

Relationship Director

jointly and severally to be attorneys of the bank and in the name of the bank and on its behalf and as its act and deed or otherwise to sign, seal, execute and deliver any deed or document necessary or desirable:

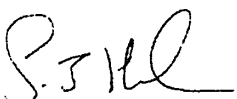
- (1) to convey, transfer, assign, lease, let, underlet, surrender, sell or consent to dealings with or the imposition of encumbrances upon any real or personal property charged to the bank;
- (2) to vacate, receipt, discharge, release, surrender, convey, re-convey, assign or re-assign any mortgage, charge, debenture or other security held by the bank;
- (3) to postpone, defer, subordinate or otherwise regulate the priority or ranking of any mortgage, charge, debenture or other security held by the bank;
- (4) to assign, transfer or otherwise dispose of any debt or claim which may be or become due, owing or incurred (whether actually or contingently) to the bank and any guarantee or mortgage, charge, debenture or any security held by the bank directly and indirectly securing the same;
- (5) to vary, alter, amend, modify, revise, replace or substitute any deed or document to which the bank is a party;
- (6) to transfer any stocks, shares or other securities held by or registered in the name of the bank as nominee or trustee and to authorise any person to exercise any rights attached to any such stocks, shares or other securities;
- (7) to grant easements over or impose covenants on, consent to the letting, underletting, assignment, surrender or alteration of any freehold or leasehold property held by the bank as trustee or nominee or charged to the bank;
- (8) to assent to the vesting in any person of any real or personal property held by the bank as trustee or nominee;
- (9) to declare, constitute, regulate, record, vary, alter, amend or modify any trust, settlement or family arrangement and to appoint or retire any trustee of any trust, settlement or family arrangement; and
- (10) to register the bank as chargee (as appropriate) in the registers of land charges, pending actions, writs and orders affecting land or deeds of arrangement affecting land under the Land Charges Act 1972, at the Land Charges Department, and to apply for the cancellation, rectification or continuation in any register of any entry recording the bank as chargee or in respect of which the bank is otherwise entitled to apply;

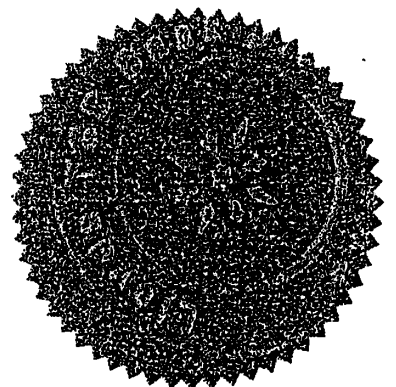
and generally for all or any of the purposes aforesaid to act as attorneys of the bank.

The common seal of the bank was affixed to this deed the day and year first above written.

Given under the common seal  
of Lloyds TSB Bank plc

  
Authorised signatory

  
Authorised counter signatory



DATED

1 May

2009

**(1) GRANDSOFT LIMITED**

-and-

**(2) LLOYDS TSB BANK PLC**

-and-

**(3) THE MAYOR AND THE BURGESSES OF  
THE LONDON BOROUGH OF CAMDEN**

---

**DEED OF VARIATION**

relating to the Agreement dated 5 August 2005  
under section 106 of the Town and  
Country Planning Act 1990 (as amended)  
relating to development at premises known as  
**125 HIGH HOLBORN**  
**COMPRISING 9-10 SOUTHAMPTON PLACE, 121-125 HIGH HOLBORN and**  
**3-9 & 1-13 SOUTHAMPTON ROW LONDON WC1V 6QA**

---

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

Tel: 020 7974 1918  
Fax: 020 7974 2962