DATED 15th October 1997

MESSRS A.B. BARTLETT
M.S. DUNNINGTON-JEFFERSON
C.P.H. MARKES

-and-

FROGMORE INVESTMENTS LIMITED

-and-

THE MAYOR AND BURGESSES OF
THE LONDON BOROUGH OF CAMDEN

AGREEMENT

Relating to land known as 19-23 Eagle Street and
88-93 High Holborn WC1
pursuant to Section 106 of the
Town and Country Planning Act 1990 (as amended)
and Section 278 Highways Act 1980

Amanda Kelly
Borough Solicitor
London Borough of Camden
Town Hall
Judd Street
London WC1H 9LP

Tel: 0171 413 4444
Fax: 0171 860 5659

envsec2/CHRIS/106-highh2

0

THIS AGREEMENT is made the day of 1997

B E T W E E N:

1. **ANTHONY BICKFORD BARTLETT, SIR MERVYN STEWART DUNNINGTON-JEFFERSON, CHARLES PHILIP HUGHES MARKES** all of 89 Wandsworth Bridge Road, London SW6 2LF (hereinafter called "the Owner") of the first part

2. **FROGMORE INVESTMENTS LIMITED** whose registered office is situate at 34 North Row Mayfair London W1A 2JZ (hereinafter called "Investments") of the second part

3. **THE MAYOR AND BURGESS OF THE LONDON BOROUGH OF CAMDEN** of Town Hall, Judd Street, London WC1H 9LP (hereinafter called "the Council") of the third part

WHEREAS

1. The Owner is registered at HM Land Registry with Title absolute under Title Number NGL 725189 as the Freehold proprietor of the First Property.

1.2 Investments is registered at HM Land Registry with Title absolute under Title Number NGL 697436 and NGL390561 as the freehold proprietor of the Second Property.

1.3 The Council is the local planning authority for the purposes of the Act and the highway authority for the purposes of Section 278 of the Highways Act 1980.

1.4 The Owner and Investments are interested in the First Property and the Second Property respectively for the purposes of Section 106(9) of the Act.

1.5 The Application in respect of the Second Property was submitted to the Council on 5th August 1996.

1.6 The Council consider it expedient in the interests of the proper planning of its area that the development of the Second Property should be restricted or regulated in accordance with this Agreement.

1.7 For that purpose the Owner and Investments are willing to enter into this Agreement pursuant to the provisions of Section 106 of the Act

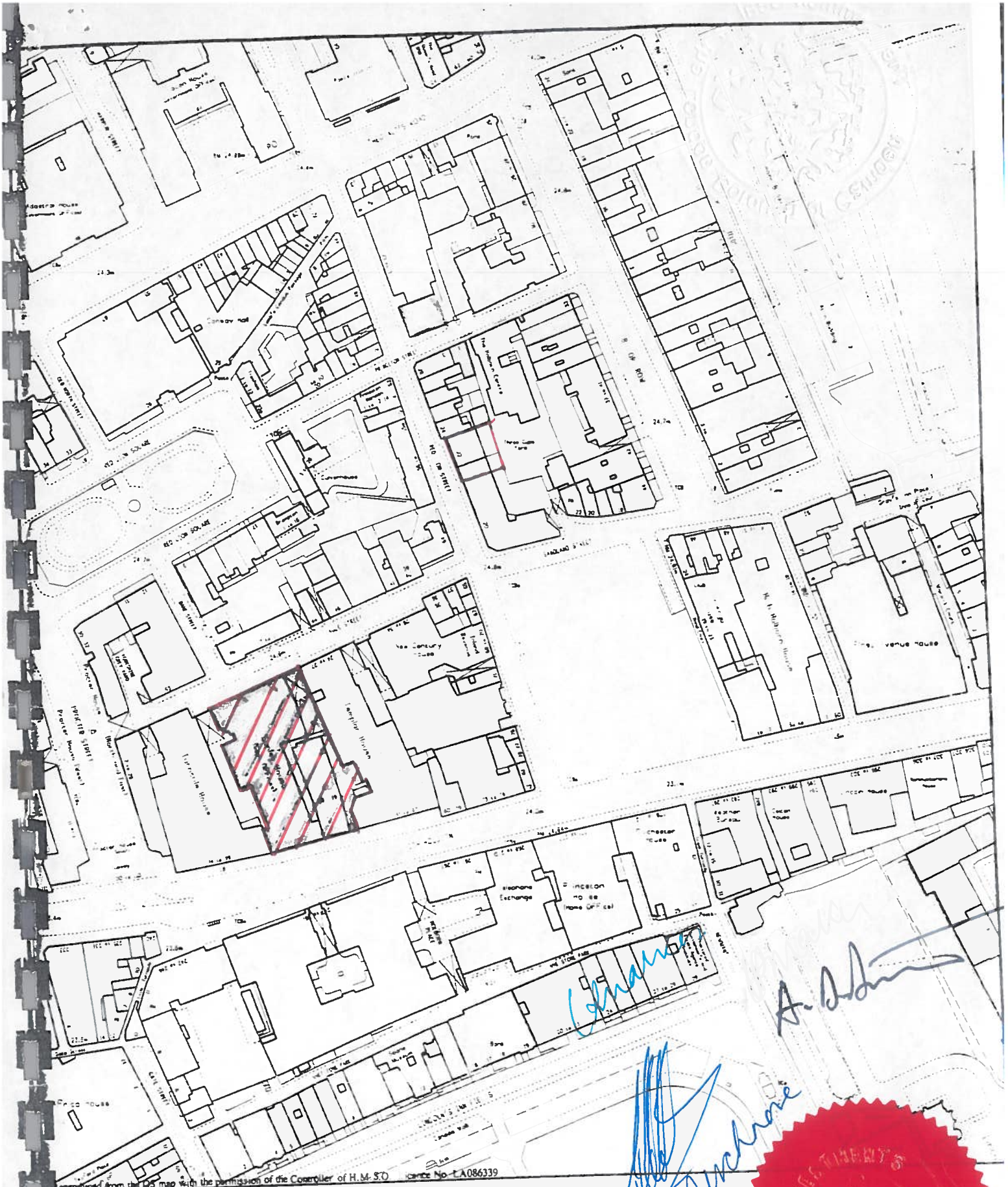
1.8 The Council has resolved to grant planning permission upon the Application subject to the conditions set out in the planning permission of even date herewith and subject to the covenants undertakings and restrictions herein contained

1.9 Save for the provisions of Clauses 10, 14.3 and 14.4 of this Agreement which shall come into effect on the date hereof the parties hereto intend that this Agreement shall come into effect upon the Implementation Date.

2. **DEFINITIONS**

In this Agreement the following expressions (arranged in alphabetical order) shall unless the context otherwise requires have the following meanings:-

2.1	"the Act"	the Town and Country Planning Act 1990 (as amended by the Planning and Compensation Act 1991)
2.2	"the Agreement"	this Planning Obligation made pursuant to Section 106 of the Act and Section 278 of the Highways Act 1980
2.3	"the Application"	the revised planning application submitted by Gensler Architecture Design and Planning Roman House Wood Street London EC2Y 5BA on 5th August 1996 and given reference number 9501729R1
2.4	"the Development"	demolition and redevelopment of ground floor plus seven storey (B1) office with part (A1) retail at ground floor level and vehicular access to the rear leading to the basement car park, as shown on site plan A1/10(1) photographs A1/11(1), and drawings numbers A1/B(3), LG(3), GR(6), 01(5), 02(3), 08(3), 12(1), 13(1), 14, 20(4), 21(4), 22(3), 23(3), 24(1), 25(3), 30(1) and 31(2).
2.5	"the First Property"	21-23 Red Lion Street London WC1 which for the purposes of identification only is shown edged red on the plan attached hereto.
2.6	"the Implementation Date"	the implementation of the Development by the carrying out of a material operation as



London Borough of Camden

Environment Department

Town Hall Extension

Argyle Street Entrance

London WC1H 8EQ

P. Rennt.

Camden
ENVIRONMENT
London Borough of Camden
Town Hall
Argyle Street
London WC1H 8EQ
Tel 0171 278 4444
Fax 0171 860 5713

Gensler Architecture, Design &
Planning (Ref:4Ajs_1t001.doc)
Roman House
Wood Street
LONDON EC2Y 5BA

Application No: 9501729R1
Case File:N15/23/G

Date 15th October 1997

Dear Sir(s)/Madam

DECISION

Town and Country Planning Act 1990
Town and Country Planning (General Development Procedure) Order 1995
Town and Country Planning (Applications) Regulations 1988

PERMISSION FOR DEVELOPMENT Subject to Conditions

Address :
88-93 High Holborn, WC1

Date of Application : 05/08/1996

Proposal :

Demolition and re-development of ground floor plus seven storey (B1) Office with part (A1) retail at ground floor level and vehicular access to the rear leading to the basement car park,
as shown on site plan A1/10(1), photographs A1/11(1), and drawing numbers A1/B(3) 13(3), GR(6), 01(5), 02(3) - 08(3), 12(1), 13(1), 14, 20(4) 21(4), 22(3), 23(3), 24(1), 25(3), 30(1) & 31(2).

The Council has considered your application and decided to grant permission subject to the following conditions:

Standard condition:
The development hereby permitted must be begun not later than the expiration of five years from the date of this permission.

Standard Reason:
In order to comply with the provisions of Section 91 of the Town and Country Planning Act 1990.

Camden
ENVIRONMENT
London Borough of Camden
Town Hall
Argyle Street
London WC1H 8EQ
Tel 0171 278 4444
Fax 0171 860 5713

Additional conditions:

1 The details of the elevations and facing materials to be used on the building shall not be otherwise than as shall have been submitted to and approved by the Council before any work on the site is commenced.

2 No loading or unloading of goods, including fuel, by vehicles arriving at or departing from the premises shall be carried out otherwise than within the curtilage of the building.

3 No more than the 17 parking spaces shown on the drawings hereby approved shall be provided and no more than 17 motor vehicles shall be parked in the basement carpark at any time.

4 No development shall take place until the applicant has secured the implementation of a programme of archaeological investigation which has been submitted by the applicant and approved by the Council. The development shall only take place in accordance with the detailed scheme pursuant to this condition. The archaeological works shall be carried out by a suitably qualified investigating body acceptable to the Council.

5 No construction shall take place until a detailed design and method statement for all foundations and other development proposed below ground level which takes account of the proposed running tunnels of the Cross Rail Project including any ground movements arising from the construction of the Cross Rail tunnels, has been submitted to and approved by the Council.

6 No development shall take place until a scheme for protecting the proposed building from noise/vibration arising from the construction and subsequent use of the Cross Rail Project has been submitted to and approved by the local planning authority; and all works which form part of such scheme shall be completed before any of the building hereby permitted is occupied

7 No development shall take place until a scheme for protecting the proposed building from electrical interference from the adjacent line installation during the subsequent use of the Cross Rail Project has been submitted to and approved by the local planning authority; and all works which form part of such scheme shall be completed before any of the building hereby permitted is occupied.

Camden
ENVIRONMENT
London Borough of Camden
Town Hall
Argyle Street
London WC1H 8EQ
Tel 0171 278 4444
Fax 0171 860 5713

8 The applicant shall so design this building that no material, or power source used either in the construction or operation of the building or produced within the building can cause or result in any adverse effect on the construction or operation of Crossrail.

Reasons for additional conditions:

1 To ensure that the Council may be satisfied with the external appearance of the building.

2 To avoid obstruction of the surrounding streets and to safeguard amenities of adjacent premises.

3 So that the Council may be satisfied that its policies in respect of the provision of car parking space is followed.

4 Important archaeological remains may exist on this site. Accordingly the Council wishes to secure the provision of archaeological investigation and the subsequent recording of the remains prior to development.

5 To ensure that the Council may be satisfied with the external appearance of the building.

6 To ensure that the Council may be satisfied with the external appearance of the building.

7 To ensure that the Council may be satisfied with the external appearance of the building.

8 To ensure that the Council may be satisfied with the external appearance of the building.

Informatives (if applicable)

1 The Council's Streets Management Engineering Services should be consulted regarding the construction of the crossover on the public highway and any other work to, under, or over, the public highway, including vaults and thresholds. The Section dealing with these matters is located at Camden Town Hall, Argyle Street London WC1H 8EQ, (tel: 071-278 4444).

Camden
ENVIRONMENT
London Borough of Camden
Town Hall
Argyle Street
London WC1H 8EQ
Tel: 0171 278 4444
Fax: 0171 860 5710

2 In good time, prior to the start of construction (or if appropriate, demolition) on site, the contractor shall discuss and agree with the Council's Traffic Management Service (tel: 071-860 5503) detailed arrangements for thetransportation of goods and materials toand from the site. The Council will prosecute those responsible for anybreaches of the provisions of the Highways and Litter Acts which occur as a result of construction on the site.

3 This consent is without prejudice to and shall not be construed as derogating from, any of the rights, powers, and duties of the Council pursuant to any of its statutory functions or in any other capacity and, in particular, shall not restrict the Council from exercising any of its powers or duties under the Highways Act 1980 (as amended). In particular your attention is drawn to the need to obtain licences for any part of the structure which overhangs the public highway (including footway). Licences may be obtained from the Council's Engineering Service located at Camden Town Hall, Argyle Street, WC1H 8EQ.

This application was dealt with by Simon Hoets on 0171 860 5525.

Your attention is drawn to the notes attached to this notice which tell you about your Rights of Appeal and other information.

Yours faithfully

Environment Department
(Duly authorised by the Council to sign this document)

DecfplanWC/TPFU

	defined in Section 56 of the Act
2.7 "Planning Permission No.1"	a planning permission granted for the Development in the draft form annexed hereto in respect of the Second Property
2.8 "Planning Permission No 2"	Conditional Planning Permission and conservation area consent numbered P9600527R2 C9600528/R2 and PS9604244 respectively granted in respect of the First Property.
2.9 "the Residents Association"	the Red Lion Tenants and Residents Association
2.10 "the Second Property"	19-23 Eagle Street and 88-93 High Holborn London WC1 which for the purposes of identification only is shown hatched red on the plan attached hereto
2.11 "the Working Group"	an informal working group the objectives of which shall be to liaise, discuss and where appropriate advise on any issue relating to good working practices to cover the environmental impact of construction activity arising out of the construction of the Development until its practical completion including (but without prejudice to the generality of the foregoing):-

(a) demolition programme and construction programme

(b) procedures for notifying local residents business occupiers in advance of major operations

(c) details of material, delivery schedules and any necessary road closures or

other amendments to normal traffic arrangements

(d) identification of a representative of ~~the Owner~~ Investments to be a contact for local people to refer to

(e) details of measures to be taken to maintain tidiness during construction

NOW THIS DEED WITNESSETH as follows:-

3. This Agreement is made in pursuance of Section 106 of the Act, and is a planning obligation for the purposes of Section 106 as aforesaid, and shall be enforceable by the Council against the Owner and Investments and against any person deriving title to the First and Second Property from the Owner and Investments respectively.

4. This Agreement is entered into pursuant to Section 278 of the Highways Act 1980 and Section 106 of the Act and each of the obligations created by this Agreement constitutes a planning obligation for the purposes of the said Section 106.

5. It is hereby agreed between the parties that save for the provisions of clauses 14.3 and 14.4 below which shall come into effect on the date hereof and covenants undertakings and obligations contained within this Agreement shall become binding upon the Owner upon the Implementation Date

6. The Council hereby agrees to grant Planning Permission No.1 on the date hereof

7. No person shall be liable for a breach of a covenant contained in this Agreement after he shall have parted with all interest in the First Property or the Second Property or the part in respect of which such breach occurs but without prejudice to liability for any subsisting breach of covenant prior to parting with such interest

8. If Planning Permission No. 1 is quashed revoked or otherwise withdrawn or (without the consent of ~~the~~ Investments) is modified by any statutory procedure or expires before it has been implemented this Agreement shall cease to have effect

9. INVESTMENTS hereby covenants with the Council:-

9.1 That until practical completion of the Development

(a) Investments shall use its reasonable endeavours to establish the Working Group;

(b) Investments shall invite the following to become members of the Working Group;

(i) two representatives of the Residents Association

(ii) a member of the Council's Environment Department

(c) Investments shall procure that its project manager shall be a member of the Working Group.

(d) Investments shall procure that meetings of the Working Group shall be arranged at least once in every period of 3 months (commencing with the Implementation Date) and shall provide at its own expense a suitable venue for each such meeting, and shall give notice of not less than 7 days of each such meeting to each member.

(e) Any member of the Working Group shall be entitled by giving written notice of not less than twenty-eight days to the other members of the Working Group (except in an emergency in which case notice of 48 hours shall suffice) to call an additional meeting of the Working Group for the purpose of discussing any matter specified in the notice which it considers that the Working Group ought to discuss before the next meeting which would be due in accordance with sub-clause (d) above.

(f) Investments shall provide a 24 hour telephone complaints service that shall be available to local residents between the hours of 8:00am and 8:00pm (and thereafter for the remainder of the twenty four hour period to a nominated representative of the Residents Association) PROVIDED THAT if the complaints service is used unreasonably by residents Investments shall after prior consultation and agreement with the Working Group be entitled to discontinue the service.

(g) Investments shall use all reasonable endeavours to ensure that the Development shall be undertaken in accordance with the Council's Considerate Contractor Manual.

9.2 The full costs of repair (such repair to include the replacement of any street trees) to the highway adjacent to the Second Property required as a consequence of the Development shall be borne by Investments.

10. Investments hereby covenants with the Council not to carry out the Development until such time as Planning Permission No.2 has been implemented in its entirety.

11. The Owner hereby covenants with the Council that it will implement Planning Permission No. 2 in its entirety.

12. Investments agrees declares and covenants with the Council that it will observe and perform the conditions restrictions and other matters mentioned herein except those mentioned in clause 11.

13. The Owner and Investments covenant with the Council that they will not make any claim for compensation in respect of any condition restriction or provision imposed by this Agreement.

14. **IT IS HEREBY AGREED AND DECLARED** by the parties hereto that:-

14.1 This Agreement is without prejudice to and shall not be construed as derogating from any of the rights powers and duties of the Council pursuant to any of its statutory functions or in any other capacity

14.2 The provisions of Section 196 of the Law of Property Act 1925 (as amended) shall apply to any notice to be served under or in connection with this Agreement any notice to the Council to be in writing and addressed to the Chief Executive (Reference: CLS/ENV/CHL/12202) the Council of the London Borough of Camden, Town Hall, Judd Street, London WC1H 9LP and any notice to the Owner and Investments addressed to their registered offices for the time being.

14.3 This Agreement shall be registered as a Local Land Charge

14.4 Investments agrees to pay the Council its proper and reasonable legal costs incurred in preparing this Agreement

14.5 The Owner and Investments hereby covenant severally with the Council that they will within 28 days from the date hereof lodge their respective Land or Charge Certificates in relation to the First Property and the Second Property with HM Land Registry and apply to the Chief Land Registrar to register this Agreement in the Charges Register thereof and will furnish the Council forthwith on written demand with office copies of such titles to show the entry of this Agreement in the Charges Register of the title to the First Property and the Second Property.

14.6 Upon compliance by the Owner with the Owners obligations under clause 10 of this Agreement the Council shall upon written notice from the Owner forthwith

i) procure the cancellation (at the expense of the Owner and Investments) of the entries at HM Land Registry mentioned in Sub-Clause 14.5 hereof and;

ii) procure the cancellation (at the expense of the Owner and Investments) of the entries in the Local Land Charges Register relating to this Agreement registered pursuant to Sub-Clause 14.3 hereof.

14.7 Upon compliance by Investments with Investments' obligations under clause 9 and 10 of this Agreement the Council shall upon written notice from Investments forthwith:-

(i) procure the cancellation (at the expense of Investments) of the entries at H M Land Registry mentioned in sub-clause 14.5 hereof and;

(ii) procure the cancellation (at the expense of Investments) of the entries in the Local Land Charges Register relating to this Agreement registered pursuant to sub-clause 14.3 hereof

14.8 It is hereby agreed and declared by the parties hereto that this Agreement shall replace an Agreement dated 18 October 1996 and made between Frogmore Developments Limited (1) Investments (2) the Owner (3) the Council (4) which said Agreement shall be of no further effect and shall be treated as being null and void.

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

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

THE COMMON SEAL OF THE FROGMORE)
INVESTMENTS LIMITED was hereunto)
affixed in the presence of:-)
)

Director

Secretary

SIGNED AS A DEED by the said)
ANTHONY BICKFORD BARTLETT)
in the presence of:-)

Witness Mana Lambert.
79 Dalyell Rd
London
SW9 9SA

SIGNED AS A DEED by the said)
SIR MERVYN STEWART DUNNINGTON-)
JEFFERSON in the presence of:-)

Witness Mana Lambert
79 Dalyell Rd
London
SW9 9SA

SIGNED AS A DEED by the said)
CHARLES PHILIP HUGHES MARKES)
in the presence of:-)

Witness Mana Lambert
79 Dalyell Rd
London
SW9 9SA.

Camden
ENVIRONMENT
London Borough of Camden
Town Hall
Argyle Street
London WC1H 8EQ
Tel 0171 278 4444
Fax 0171 860 5713

Gensler Architecture, Design &
Planning (Ref:4Ajs_1t001.doc)
Roman House
Wood Street
LONDON EC2Y 5BA

Application No: 9501729R1
Case File:N15/23/G

Date

Dear Sir(s)/Madam

DECISION

Town and Country Planning Act 1990
Town and Country Planning (General Development Procedure) Order 1995
Town and Country Planning (Applications) Regulations 1988

PERMISSION FOR DEVELOPMENT - Subject to Conditions

Address :
88-93 High Holborn, WC1

Date of Application : **05/08/1996**

Proposal :

Demolition and re-development of ground floor plus seven storey (B1) Office with part (A1) retail at ground floor level and vehicular access to the rear leading to the basement car park,
as shown on site plan A1/10(1), photographs A1/11(1), and drawing numbers A1/B(3), LG(3), GR(6), 01(5), 02(3) - 08(3), 12(1), 13(1), 14, 20(4), 21(4), 22(3), 23(3), 24(1), 25(3), 30(1) & 31(2).

The Council has considered your application and decided to grant permission subject to the following conditions:

Standard condition:
The development hereby permitted must be begun not later than the expiration of five years from the date of this permission.

Standard Reason:
In order to comply with the provisions of Section 91 of the Town and Country Planning Act 1990.

Camden
ENVIRONMENT
London Borough of Camden
Town Hall
Argyle Street
London WC1H 8EQ
Tel 0171 278 4444
Fax 0171 860 5713

Additional conditions:

1 The details of the elevations and facing materials to be used on the building shall not be otherwise than as shall have been submitted to and approved by the Council before any work on the site is commenced.

2 No loading or unloading of goods, including fuel, by vehicles arriving at or departing from the premises shall be carried out otherwise than within the curtilage of the building.

3 No more than the 17 parking spaces shown on the drawings hereby approved shall be provided and no more than 17 motor vehicles shall be parked in the basement carpark at any time.

4 No development shall take place until the applicant has secured the implementation of a programme of archaeological investigation which has been submitted by the applicant and approved by the Council. The development shall only take place in accordance with the detailed scheme pursuant to this condition. The archaeological works shall be carried out by a suitably qualified investigating body acceptable to the Council.

5 No construction shall take place until a detailed design and method statement for all foundations and other development proposed below ground level which takes account of the proposed running tunnels of the Cross Rail Project including any ground movements arising from the construction of the Cross Rail tunnels, has been submitted to and approved by the Council.

6 No development shall take place until a scheme for protecting the proposed building from noise/vibration arising from the construction and subsequent use of the Cross Rail Project has been submitted to and approved by the local planning authority; and all works which form part of such scheme shall be completed before any of the building hereby permitted is occupied.

7 No development shall take place until a scheme for protecting the proposed building from electrical interference from the adjacent line installation during the subsequent use of the Cross Rail Project has been submitted to and approved by the local planning authority; and all works which form part of such scheme shall be completed before any of the building hereby permitted is occupied.

Camden
ENVIRONMENT
London Borough of Camden
Town Hall
Argyle Street
London WC1H 8EQ
Tel 0171 278 4444
Fax 0171 860 5713

8 The applicant shall so design this building that no material, or power source used either in the construction or operation of the building or produced within the building can cause or result in any adverse effect on the construction or operation of Crossrail.

Reasons for additional conditions:

1 To ensure that the Council may be satisfied with the external appearance of the building.

2 To avoid obstruction of the surrounding streets and to safeguard amenities of adjacent premises.

3 So that the Council may be satisfied that its policies in respect of the provision of car parking space is followed.

4 Important archaeological remains may exist on this site . Accordingly the Council wishes to secure the provision of archaeological investigation and the subsequent recording of the remains prior to development.

5 To ensure that the Council may be satisfied with the external appearance of the building.

6 To ensure that the Council may be satisfied with the external appearance of the building.

7 To ensure that the Council may be satisfied with the external appearance of the building.

8 To ensure that the Council may be satisfied with the external appearance of the building.

Informatives (if applicable)

1 The Council's Streets Management Engineering Services should be consulted regarding the construction of the crossover on the public highway and any other work to, under, or over, the public highway, including vaults and thresholds. The Section dealing with these matters is located at Camden Town Hall, Argyle Street London WC1H 8EQ, (tel: 071-278 4444).

Camden
ENVIRONMENT
London Borough of Camden
Town Hall
Argyle Street
London WC1H 8EQ

Tel 0171 278 4444
Fax 0171 860 5713

2 In good time, prior to the start of construction (or if appropriate, demolition) on site, the contractor shall discuss and agree with the Council's Traffic Management Service (tel: 071-860 5503) detailed arrangements for thetransportation of goods and materials toand from the site. The Council will prosecute those responsible for anybreaches of the provisions of the Highways and Litter Acts which occur as a result of construction on the site.

3 This consent is without prejudice to, and shall not be construed as derogating from, any of the rights, powers, and duties of the Council pursuant to any of its statutory functions or in any other capacity and, in particular, shall not restrict the Council from exercising any of its powers or duties under the Highways Act 1980 (as amended). In particular your attention is drawn to the need to obtain licences for any part of the structure which overhangs the public highway (including footway). Licences may be obtained from the Council's Engineering Service located at Camden Town Hall, Argyle Street, WC1H 8EQ.

This application was dealt with by Simon Hoets on 0171 860 5525.

Your attention is drawn to the notes attached to this notice which tell you about your Rights of Appeal and other information.

Yours faithfully

Environment Department
(Duly authorised by the Council to sign this document)

DecfplanWC/TPFU

DATED 15th October 1997

FROGMORE DEVELOPMENTS LTD

-and-

FROGMORE INVESTMENTS LIMITED

-and-

THE MAYOR AND BURGESSES OF
THE LONDON BOROUGH OF CAMDEN

AGREEMENT

Relating to land known as 88-93 High Holborn WC1 pursuant to Section 106 of the Town and Country Planning Act 1990 (as amended) and Section 278 Highways Act 1980

Amanda Kelly
Borough Solicitor
London Borough of Camden
Town Hall
Judd Street
London WC1H 9LP

Tel: 0171 413 4444
Fax: 0171 860 5659

envsec2/CHRIS/106-highh2