DATED 18 April 2018

(1) BRITISH OVERSEAS BANK NOMINEES LIMITED AND WGTC NOMINEES LIMITED AS NOMINEES FOR AND ON BEHALF OF NATIONAL WESTMINSTER BANK PLC AS TRUSTEE AND NOT OTHERWISE OF THE ST JAMES'S PLACE PROPERTY UNIT TRUST

-and-

(2) THE MAYOR AND THE BURGESSES OF THE LONDON BOROUGH OF CAMDEN

DEED OF VARIATION

Relating to the Agreement dated 25 September 2017
Pursuant to Section 106 of the Town and
Country Planning Act 1990 and
Section 278 of the Highways Act 1980 and
section 111 of the Local Government Act 1972

Relating to development at premises known as

75 Farringdon Road
London
EC1M 3PS

Andrew Maughan
Borough Solicitor
London Borough of Camden
Town Hall
Judd Street
London WC1H 9LP

Tel: 020 7974 6007
Fax: 020 7974 2962

Legal/JL/1800.560
DoV v FINAL

THIS DEED is made on the 18th day of April 2018

BETWEEN

1. **BRITISH OVERSEAS BANK NOMINEES LIMITED** (company number 00220905) and **WGTC NOMINEES LIMITED** (company number 01255218) both of 250 Bishopsgate, London EC2M 4AA in their capacity as nominees for and on behalf of **NATIONAL WESTMINSTER BANK PLC** as trustee (and not otherwise) of the **ST JAMES'S PLACE PROPERTY UNIT TRUST** (hereinafter called "the Owner") of the first part

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

WHEREAS:

1.1 The Council and BNY Mellon Trust & Depositary (UK) Limited entered into an Agreement dated 25 September 2017 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 41229.

1.3 The Owner is the freehold owner of and is interested in the Property for the purposes of Section 106 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 Deed.

1.5 A new planning application for the Development of the Property and to amend the Original Planning Permission was submitted to the Council by the Owner and validated on 17 November 2017 for which the Council resolved to grant permission conditionally under reference 2017/6455/P subject to the conclusion of this Deed.

1.6 This Deed is made by virtue of the Town and Country Planning Act 1990 Section 106A (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 Deed 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 Deed.

2.2 All reference in this Deed to clauses in the Existing Agreement are to clauses within the Existing Agreement.

2.3 Where in this Deed 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.

2.4 Headings are for ease of reference only and are not intended to be construed as part of this Deed and shall not be construed as part of this Agreement and shall not effect the construction of this Deed.

2.5 Unless the context otherwise requires references to the singular shall include the plural and vice versa.

2.6 References in this Deed to the Owner shall include their successors in title.

2.7 In this Deed the following expression shall unless the context otherwise states have the following meaning now allocated to it.

2.8.1 "Deed"	this Deed of Variation
2.8.2 "Existing Agreement"	the agreement dated 25 September 2017 made between the Council and the Owner pursuant to Section 106 of the Town and Country Planning Act 1990 Section 278 of the Highways Act 1980

and Section 111 of the Local Government Act 1972

2.8.3 "the Original Planning Permission" — means the planning permission granted by the Council on 25 September 2017 under reference 2016/5638/P

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 Construction Management Plan Implementation Support Contribution" — the sum of £3,126 (three thousand one hundred and twenty-six pounds) to be paid by the Owner to the Council in accordance with the terms of this Agreement and to be applied by the Council in the event of receipt for the review and approval of the draft Construction Management Plan and verification of the proper operation of the approved Construction Management Plan during the Construction Phase

3.1.2 "Development" — the development permitted by variation of Condition 2 (approved plans) to planning permission ref: 2016/5638/P granted 25/09/2017 (for the refurbishment of existing B1(a) (Office) building including external facade alterations, and erection of a single storey set back seventh floor extension with associated terrace and rooftop plant), to increase footprint of extension with associated design and plant alterations as shown on drawing numbers 861_SP-02_1:500 Rev A (Block Plan); 861_SP-

01_1:1250 Rev A (Site Plan); EX.B1; EX.LGF; EX.00; EX.01; EX.02; EX.03; EX.04; EX.05; EX.06; EX.07; EE.00; EE.01; ES.00; ES.01; GA B1 P8; GA LGF P9; GA 00 P11; GA 01 P7; GA 02 P7; GA 03 P7; GA 04 P7; GA 05 P7; GA 06 P7; GA 07 P10; GA 08 P8; GE 00 P3; GE 01 P3; GS 00 P4; GS 01 P3; Planning noise and vibration report (16327-R01-B), dated 7 September 2016; Daylight and Sunlight Report, dated October 2016 and Daylight and Sunlight Addendum Report, dated June 2017; Design Addendum, letter by Matthew Harris for and on behalf of Point 2 Surveyors Ltd dated 17th November 2017.

3.1.3 "Planning Permission" — the planning permission granted for the Development pursuant to the Planning Application in the draft form at the Second Schedule annexed hereto

3.1.4 "Planning Application" — the planning application in respect of the Development of the Property submitted to the Council and validated on 17th November 2017 for which a resolution to grant permission has been passed conditionally under reference number 2017/6455/P subject to conclusion of this Deed.

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

3.2.1 "the Jewellery Worksop Contribution" — the sum of £51,543 (fifty one thousand five hundred and forty three pounds) to be paid by the Owner to the Council in accordance with the terms of this Agreement and to be applied by the

Council working in partnership with jewellery sector manufacturers in Hatton Garden to support initiatives to improve businesses and competitiveness within the Hatton Garden jewellery industry and associated industries (including training and apprenticeship schemes for new recruits to the sector and measures to promote Hatton Garden as a jewellery hub and visitor destination)

3.3 The following clause shall be added to the Existing Agreement:-

4.4 Jewellery Workshop Contribution

4.4.1 On or prior to the Implementation Date to pay to the Council the Jewellery Workshop Contribution in full and not to Implement or permit Implementation until such time as the Council has received the Jewellery Workshop Contribution in full as demonstrated by written notice to that effect.

3.4 All references in Clause 5 and Clause 6 of the Existing Agreement to "Planning Permission reference 2016/5638/P" shall be deleted and replaced by the words "Planning Permission reference 2017/6455/P".

3.5 The draft planning permission reference 2017/6455/P annexed to this Deed shall be treated as annexed at the Second Schedule to the Existing Agreement.

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

4. COMMENCEMENT

4.1 Without prejudice to the effect of Clause 3.5 in the Existing Agreement the provisions in this Deed shall take effect on the Implementation of the Planning Permission referenced 2017/6455/P.

5 PAYMENT OF THE COUNCIL'S LEGAL COSTS AND MONITORING FEE

5.1 The Owner agrees to pay the Council (on or prior to completion of this Deed) its reasonable legal costs properly incurred in preparing this Deed.

5.2 The Owner agrees to pay the Council (on or prior to completion of this Deed) a monitoring fee.

6. REGISTRATION AS LOCAL LAND CHARGE

6.1 This Deed shall be registered as a Local Land Charge

IN WITNESS whereof the Council has caused its Common Seal to be hereunto affixed and the Owner have executed this instrument as their Deed the day and year first before written

Signed as a deed by [RICHARD WALTERS] and)
[JOHN HUMBERSTONE] on behalf of)
ORCHARD STREET INVESTMENT)
MANAGEMENT LLP as attorney for)
BRITISH OVERSEAS BANK NOMINEES)
LIMITED under a power of attorney dated)
12 December 2017 in the presence of:)

Name (block capitals) RICHARD WALTERS

Authorised officer of the attorney

Witness signature

Witness name (block capitals) Jamie Munday

Witness address 1st Floor

16 New Burlington Place

London W1S 2HX

Name (block capitals) JOHN HUMBERSTONE

Authorised officer of the attorney

Witness signature

Witness name (block capitals) 1st Floor 16 New Burlington Place Jamie Munday

Witness address London W1S 2HX

Signed as a deed by [RICHARD WALTERS] and [JOHN HUMBERSTONE] on behalf of **ORCHARD STREET INVESTMENT MANAGEMENT LLP** as attorney for **WGTC NOMINEES LIMITED** under a power of attorney dated 12 December 2017 in the presence of:)

Name (block capitals) RICHARD WALTERS

Authorised officer of the attorney

Witness signature J.P.Munday

Witness name (block capitals) Jamie Munday

Witness address 1st Floor

16 New Burlington Place

London W1S 2HX

Name (block capitals) JOHN HUMBERSTONE

Authorised officer of the attorney

Witness signature J.P.Munday

Witness name (block capitals) Jamie Munday

Witness address 1st Floor

16 New Burlington Place

London W1S 2HX

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

K. Alexander

Authorised Signatory

Camden

Regeneration and Planning
Development Management
London Borough of Camden
Town Hall
Judd Street
London
WC1H 9JE

Tel 020 7974 4444

planning@camden.gov.uk
www.camden.gov.uk/planning

DP9 Ltd
100 Pall Mall
LONDON
SW1Y 5NQ

Application Ref: **2017/6455/P**

22 February 2018

Dear Sir/Madam

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

DECISION SUBJECT TO A SECTION 106 LEGAL AGREEMENT

Address:
75 Farringdon Road
London
EC1M 3PS

Proposal:
Variation of Condition 2 (approved plans) to planning permission ref: 2016/5638/P granted 25/09/2017 [Refurbishment of existing B1(a) (Office) building including external facade alterations, and erection of a single storey set back seventh floor extension with associated terrace and rooftop plant], to increase footprint of extension with associated design and plant alterations.

Drawing Nos: Superseded: GA.B1 Rev P7; GA.LGF Rev P8; GA.00.P10 Rev P10; GA.01 Rev P6; GA.02 Rev P6; GA.03 Rev P6; GA.04 Rev P6; GA.05 Rev P6; GA.06 Rev P6; GA.07 Rev P9; GA.08 Rev P7; GE.00 Rev P2; GE.01 Rev P2; GS.00 Rev P3; GS.01 Rev P2.

Proposed for variation: GA B1 P8; GA LGF P9; GA 00 P11; GA 01 P7; GA 02 P7; GA 03 P7; GA 04 P7; GA 05 P7; GA 06 P7; GA 07 P10; GA 08 P8; GE 00 P3; GE 01 P3; GS 00 P4; GS 01 P3.

Supporting documents: Design Addendum; letter by Matthew Harris for and on behalf of Point 2 Surveyors Ltd dated 17th November 2017.

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 The development hereby permitted must be begun not later than the end of three years from the date of this permission.

Reason: In order to comply with the provisions of Section 91 of the Town and Country Planning Act 1990 (as amended).

2 The development hereby permitted shall be carried out in accordance with the following approved plans [861_SP-02_1:500 Rev A (Block Plan); 861_SP-01_1:1250 Rev A (Site Plan); EX.B1; EX.LGF; EX.00; EX.01; EX.02; EX.03; EX.04; EX.05; EX.06; EX.07; EE.00; EE.01; ES.00; ES.01; GA B1 P8; GA LGF P9; GA 00 P11; GA 01 P7; GA 02 P7; GA 03 P7; GA 04 P7; GA 05 P7; GA 06 P7; GA 07 P10; GA 08 P8; GE 00 P3; GE 01 P3; GS 00 P4; GS 01 P3; Planning noise and vibration report (16327-R01-B), dated 7 September 2016; Daylight and Sunlight Report, dated October 2016 and Daylight and Sunlight Addendum Report, dated June 2017; Design Addendum, letter by Matthew Harris for and on behalf of Point 2 Surveyors Ltd dated 17th November 2017].

Reason: For the avoidance of doubt and in the interest of proper planning.

3 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) Samples and manufacturer's details of new facing materials including windows and door frames, cladding with a full scale sample panel of all facing finishes of no less than 1m by 1m including junction with window opening demonstrating the proposed colour, texture, face-bond and pointing.

A sample panel of all facing materials should be erected on-site and approved by the Council before the relevant parts of the work are commenced and the development shall be carried out in accordance with the approval given.

The relevant part of the works shall then be carried in accordance with the approved details

Reason: To safeguard the appearance of the premises and the character of the immediate area in accordance with the requirements of policies D1 and D2 of the London Borough of Camden Local Plan 2017.

4 The approved refuse and cycle facility for 4 cycles shall be provided in its entirety prior to the first occupation of any of the new units, and permanently retained thereafter.

Reason: To ensure the development provides adequate cycle parking facilities in accordance with the requirements of Policy T1 of the Camden Local Plan 2017.

5 Prior to commencement of the development, details shall be submitted to and approved in writing by the Council, of the external noise level emitted from plant/ machinery/ equipment and mitigation measures as appropriate. The measures shall ensure that the external noise level emitted from plant, machinery/ equipment will be lower than the lowest existing background noise level by at least 5dBA, by 10dBA where the source is tonal, as assessed according to BS4142:1997 at the nearest and/or most affected noise sensitive premises, with all machinery operating together at maximum capacity. A post installation noise assessment shall be carried out where required to confirm compliance with the noise criteria and additional steps to mitigate noise shall be taken, as necessary. Approved details shall be implemented prior to occupation of the development and thereafter be permanently retained.

Reason: To safeguard the amenities of the premises and the area generally in accordance with the requirements of policies G1, CC1, D1,and A1 of the London Borough of Camden Local Plan 2017.

Informative(s):

1 You are reminded of the need to provide adequate space for internal and external storage for waste and recyclables. For further information contact Council's Environment Services (Waste) on 020 7974 6914/5 or see the website http://www.camden.gov.uk/ccm/content/environment/waste-and-recycling/twocolumn/new-recycling-rubbish-and-reuse-guide.en.

2 Your proposals may be subject to control under the Building Regulations and/or the London Buildings Acts which cover aspects including fire and emergency escape, access and facilities for people with disabilities and sound insulation between dwellings. You are advised to consult the Council's Building Control Service, Camden Town Hall, Argyle Street WC1H 8EQ, (tel: 020-7974 6941).

3 Noise from demolition and construction works is subject to control under the Control of Pollution Act 1974. You must carry out any building works that can be heard at the boundary of the site only between 08.00 and 18.00 hours Monday to Friday and 08.00 to 13.00 on Saturday and not at all on Sundays and Public Holidays. You are advised to consult the Council's Compliance and Enforcement team [Regulatory Services], Camden Town Hall, Argyle Street, WC1H 8EQ (Tel. No. 020 7974 4444 or on the website http://www.camden.gov.uk/ccm/content/contacts/council-contacts/environment/contact-the-environmental-health-team.en or seek prior approval under Section 61 of the Act if you anticipate any difficulty in carrying out construction other than within the hours stated above.

Executive Director Supporting Communities

4 The Mayor of London introduced a Community Infrastructure Levy (CIL) to help pay for Crossrail on 1st April 2012. Any permission granted after this time which adds more than 100sqm of new floorspace or a new dwelling will need to pay this CIL. It will be collected by Camden on behalf of the Mayor of London. Camden will be sending out liability notices setting out how much CIL will need to be paid if an affected planning application is implemented and who will be liable.

The proposed charge in Camden will be £50 per sqm on all uses except affordable housing, education, healthcare, and development by charities for their charitable purposes. You will be expected to advise us when planning permissions are implemented. Please use the forms at the link below to advise who will be paying the CIL and when the development is to commence. You can also access forms to allow you to provide us with more information which can be taken into account in your CIL calculation and to apply for relief from CIL.

http://www.planningportal.gov.uk/planning/applications/howtoapply/whattosubmit/cil

We will then issue a CIL demand notice setting out what monies needs to paid when and how to pay. Failure to notify Camden of the commencement of development will result in a surcharge of £2500 or 20% being added to the CIL payment. Other surcharges may also apply for failure to assume liability and late payment. Payments will also be subject to indexation in line with the construction costs index.

Please send CIL related documents or correspondence to CIL@Camden.gov.uk

5 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 permission for any part of the structure which overhangs the public highway (including footway). Permission should be sought from the Council's Engineering Service Network Management Team, Town Hall, Argyle Street WC1H 8EQ, (tel: 020 7974 2410) or email highwayengineering@camden.gov.uk.

6 Your proposals may be subject to control under the Party Wall etc Act 1996 which covers party wall matters, boundary walls and excavations near neighbouring buildings. You are advised to consult a suitably qualified and experienced Building Engineer.

7 You are reminded that filled refuse sacks shall not be deposited on the public footpath, or forecourt area until within half an hour of usual collection times. For further information please contact the Council's Environment Services (Rubbish Collection) on 020 7974 6914/5. or on the website http://www.camden.gov.uk/ccm/content/contacts/council-contacts/environment/contact-street-environment-services.en.

8 This permission is granted without prejudice to the necessity of obtaining consent under the Town and Country Planning (Control of Advertisements) (England) Regulations 2007. Application forms may be obtained from the Council's website, www.camden.gov.uk/planning or the Camden Contact Centre on Tel: 020 7974 4444 or email env.devcon@camden.gov.uk).

9 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. Information/drawings relating to the discharge of matters covered by the Heads of Terms of the legal agreement should be marked for the attention of the Planning Obligations Officer, Sites Team, Camden Town Hall, Argyle Street, WC1H 8EQ.

In dealing with the application, the Council has sought to work with the applicant in a positive and proactive way in accordance with paragraphs 186 and 187 of the National Planning Policy Framework.

Yours faithfully

Supporting Communities Directorate

Executive Director Supporting Communities

DATED 18 April 2018

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