

DATED

8th March

2019

(1) SYDNEY WHARF LLP

and

(2) AHLI UNITED BANK (UK) PLC

and

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

FIRST DEED OF VARIATION

Relating to the Agreement dated 15th August 2017 between
(1) Sydney Wharf LLP (2) AHLI United Bank (UK) PLC and
(3) the Mayor and the Burgesses of the London Borough of Camden

pursuant to
Section 106 of the Town and Country Planning Act 1990 (as amended);
Section 16 of the Greater London Council (General Powers) Act 1974;
Section 111 of the Local Government Act 1972;
Section 1(1) of the Localism Act 2011; and
Section 278 of the Highways Act 1980

Relating to development at premises known as

40-42 Parker Street, London, WC2B 5PQ

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

Tel: 020 7974 5647
Fax: 020 7974 2962

CLS/PM/1800.754
FINAL 280119

THIS DEED is made the 8th day of March 2019

BETWEEN:

1. **SYDNEY WHARF LLP** (LLP Registration Number OC346073) whose registered office is care of Dodd Wharf, 35-37 Brent Street, London NW4 2EF (hereinafter called "the Owner") of the first part
2. **AHLI UNITED BANK (UK) PLC** (Company Registration Number 877859) whose registered office is 35 Portman Square, London W1H 6LR (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

- A. The Owner is the leaseholder of the Property and is registered at the Land Registry as the leasehold proprietor with Title absolute of the Property under Title Number NGL972313 subject to a charge to the Mortgagee and is interested in the Property for the purposes of Section 106 of the Act.
- B. The Freeholder is the Official Custodian For Charities on behalf of The Trustees of St Giles-in-the-Fields and William Shelton Educational Charity of St. Giles in the Fields Church, St. Giles High Street, London WC2H 8LG for a term commencing on 15 August 2017 and expiring on 12 December 2165, and has agreed to this Deed.
- C. The Freeholder is registered at the Land Registry as the freehold proprietor with Title absolute of the Property under Title Number NGL821807.
- D. The Council is the local planning authority for the purposes of the Act and is the local authority for the purposes of Section 16 of the Greater London Council (General Powers) Act 1974 Section 111 of the Local Government Act 1972; and Section 1(1) of the Localism Act 2011 for the area in which the Property is situated 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.

- E. As local highway authority the Council considers the Highways Works to be carried out pursuant to this section 278 Agreement to be in the public benefit.
- F. The Council, the Owner and the Mortgagee entered into a Section 106 Agreement dated 15th August 2017 ("the Existing Agreement") pursuant to Section 106 of the Town and Country Planning Act 1990 (as amended).
- G. An Application for the First Material Amendments to amend the Existing Planning Permission was submitted to the Council by the Owner and validated on 18th April 2018 for which the Council resolved to grant permission conditionally under reference 2018/1488/P and subject to the conclusion of this Deed.
- H. The Mortgagee as mortgagee under a legal charge registered under title number NGL972313 and dated 15th August 2017 is willing to enter into this Deed to give its consent to the same.

NOW IT IS HEREBY AGREED and WITNESSED as follows:

1 LEGAL EFFECT AND INTERPRETATION

- 1.1 This Deed is made in pursuance of Section 106 and Section 106A of the Act.
- 1.2 The planning obligations in the Existing Agreement as modified by this Deed shall be enforceable by the Council against the Owner as provided therein and against any person deriving title to any part of the Property from the Owner and insofar as it is not a planning obligation its provisions may be enforceable by the Council under any relevant statutory powers.
- 1.3 Save as expressly stated otherwise all words and expressions used in this Deed shall have the same meaning as in the Existing Agreement.

- 1.4 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 Deed.
- 1.5 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 Deed and shall not effect the construction of this Agreement.
- 1.6 Unless the context otherwise requires references to the singular shall include the plural and vice versa.
- 1.7 References in this Deed to the Owner shall include their successors in title.
- 1.8 For the purposes of this Deed the following words and expressions shall have the meanings assigned unless the context states otherwise:

Act	Town and Country Planning Act 1990
Application for First Material Amendment	The application for planning permission for the First Material Amendments in respect of the Property granted conditionally by the Council proposed by planning application reference number 2018/1488/P in a form substantially similar to that annexed to this Deed and to be granted subject to the conclusion of this Deed
Deed	this deed of variation to the Existing Agreement made pursuant to Section 106 and Section 106A of the Act
Existing Agreement	the agreement dated 15 th August 2017 between (1) Sydney Wharf LLP (2) AHLI United Bank (UK) PLC and (3) the Mayor and the Burgesses of the London Borough of Camden entered into pursuant to Section 106 of the Act and Section 278 of the Highways Act 1980
First Material	Variation of condition 3 (approved plans) of planning permission ref 2016/6431/P (dated: 15/08/2017) for

Amendments	erection of 1 storey roof extension at 4th floor level for use as offices (class B1) with front and rear terraces, Green roof and plant room at 5th Floor level; changes to include extension of plant room at 5th floor with associated plant enclosure as shown on: Proposed drawings: PL-100 Rev A; PL-101 Rev A; PL-102 Rev A; PL-200 Rev B; PL-300 Rev B; P-301 Rev B; PL-104 Noise and Vibration Assessment Emtec Ref: QF9086/PF5990/RP3B dated 19/06/2018; M/203 Rev T2; EMTEC Acoustic Louvers LAAC 30 & LAAC15 specifications; Multi V S Heat Recovery - 6. Sound Levels; Plant specifications LG UK Multi V S HR. Superseded drawings: 7893 SLP Rev A; 7893/30; 7893/31E.
Original Planning Permission	the planning permission granted by the Council for development at the Property by a notice dated 15 th August 2017 and having the reference number 2016/6431/P
Parties	the Council, the Leaseholder and the Mortgagee being the parties to this Deed and shall include their successors in title, transferees and assigns

3 VARIATION OF THE EXISTING AGREEMENT

With effect from the date of this Deed and the Council issuing a notice granting planning permission for the First Material Amendment and the Existing Agreement shall be varied as follows:

- 3.1 the following definitions shall be **added** to the Existing Agreement:

Existing Agreement	the agreement dated 15 th August 2017 between (1) Sydney Wharf LLP (2) AHLI United Bank (UK) PLC and (3) the Mayor and the Burgesses of the London Borough of Camden entered into pursuant to Section
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	106 of the Act and Section 278 of the Highways Act 1980
First Material Amendments	Variation of condition 3 (approved plans) of planning permission ref 2016/6431/P (dated: 15/08/2017) for erection of 1 storey roof extension at 4th floor level for use as offices (class B1) with front and rear terraces, Green roof and plant room at 5th Floor level; changes to include extension of plant room at 5th floor with associated plant enclosure as shown on: Proposed drawings: PL-100 Rev A; PL-101 Rev A; PL-102 Rev A; PL-200 Rev B; PL-300 Rev B; P-301 Rev B; PL-104 Noise and Vibration Assessment Emtec Ref: QF9086/PF5990/RP3B dated 19/06/2018; M/203 Rev T2; EMTEC Acoustic Louvers LAAC 30 & LAAC15 specifications; Multi V S Heat Recovery - 6. Sound Levels; Plant specifications LG UK Multi V S HR. Superseded drawings: 7893 SLP Rev A; 7893/30; 7893/31E.
First Planning Permission	the planning permission granted pursuant to the First Material Amendments with reference number 2018/1488/P (substantially in a form found attached) subject to this Deed.
Original Planning Permission	the planning permission granted by the Council for development at the Property by a notice dated 15 th August 2017 and having the reference number 2016/6431/P
Parties	the Council, the Leaseholder and the Mortgagee being the parties to this Deed and shall include their successors in title, transferees and assigns

3.2 the definition at clause 2.9 shall be **varied** to the following:

"the Development"

Erection of 1 storey roof extension at 4th floor level for use as offices (Class B1) with front and rear terrace, green roof and plant room at 5th floor level as shown on 7893 SLP Rev A; 7893/01; 7893/02A; 7893/03A; 7893/30E; 7893/31E; 7893/33. Plant noise assessment dated February 2014; Green roof maintenance programme dated March 2017; Grufe Tile Specification Sheet; Photosheet 01; Construction management plan pro forma; Sequential test statement dated November 2016 as varied by the First Material Amendments

3.3 the definition at clause 2.18 shall be **varied** to the following:

"the Planning Application"

the application for the Original Planning Permission in respect of the development of the Property validated on the 20 February 2017 which a resolution to grant permission was passed conditionally under reference number 2016/6431/P subject to the conclusion of the Existing Agreement

3.4 the definition at clause 2.18 shall be **varied** to the following:

"Planning Permission"

the Original Planning Permission as varied by the First Material Amendments as granted by the First Planning Permission (reference number 2018/1488/P)

3.5 the numbering of Clause 2 (Definitions) of the Existing Agreement shall be re-numbered accordingly;

- 3.6 Clause 3.1 in the Existing Agreement shall be deleted and **replaced** with the following clause in the Existing Agreement:

"3.1 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 is also made in pursuance of Section 16 of the Greater London Council (General Powers) Act 1974 Section 111 of the Local Government Act 1972; and Section 1(1) of the Localism Act 2011 and shall be enforceable by the Council against the Owner as provided herein and against any person deriving title to any part of the Property from the Owner and insofar as it is not a planning obligation its provisions may be enforceable by the Council under any relevant statutory powers."

- 3.7 The draft planning permission reference annexed to this Deed shall be treated as annexed to the Existing Agreement in addition to the existing annexures.
- 3.2 All references in Clause 5 and Clause 6 of the Existing Agreement to "Planning Permission reference 2016/6431/P" shall be replaced with "Planning Permission reference 2016/6431/P as varied by 2018/1488/P".
- 3.8 In all other respects the Existing Agreement (as varied by this Deed) shall continue in full force and effect.

4 MORTGAGEE CONSENT

The Mortgagee hereby consents to the completion of this Deed and its registration at the Land Registry in any register of title comprising the Property and for the avoidance of doubt the Mortgagee or any subsequent mortgagee or chargee from time to time of the whole or part of the Property shall incur no liability to perform any covenants or obligations under this Deed unless it becomes a successor in title to the Owner or mortgagee in possession in which case it too shall be bound by such covenants or obligations as if it were a person deriving title from the Owner.

5 MISCELLANEOUS PROVISIONS

- 5.1 This Deed shall be registered as a Local Land Charge.

- 5.2 The Owner hereby covenants with the Council that it will within 28 days from the date hereof apply to the Chief Land Registrar of the Land Registry to register this Deed in the Charges Register of the title to the Property and will furnish the Council forthwith on written demand with official copies of such title to show the entry of this Deed in the Charges Register of the title to the Property.
- 5.3 The Owner agrees to pay the Council its proper and reasonable legal costs incurred in preparing this Deed on or prior to the date of completion of this Deed.
- 5.4 The Contracts (Rights of Third Parties) Act 1999 shall not apply this Deed.
- 5.5 This Deed is governed by and shall be interpreted in accordance with the laws of England.



**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

S106 Post-sub notification to legal
services (email)
Aiden Brookes/Louise McLaughlan
Legal Services Environment and Property
2nd Floor

Application Ref: **2018/1488/P**
Associated Ref:
Please ask for: **Nora-Andreea Constantinescu**
Telephone: 020 7974 5758

Dear Sir/Madam

SECTION 106 AGREEMENT
Town and Country Planning Acts 1990 (as amended)

Address:
40-42 Parker Street
London
WC2B 5PQ

Proposal:

Variation of condition 3 (approved plans) of planning permission ref 2016/6431/P (dated: 15/08/2017) for erection of 1 storey roof extension at 4th floor level for use as offices (class B1) with front and rear terraces, Green roof and plant room at 5th Floor level; changes to include extension of plant room at 5th floor with associated plant enclosure.

I am the case officer dealing your planning application.

Although this letter should not be taken as a guarantee that planning permission will be granted, in my view the application would require a Section 106 Agreement to overcome planning objections to the development, before it could be recommended for approval.

The statutory expiry date of your planning application is 13 June 2018. If any Section 106 agreement is not completed within that time, the application is likely to be refused planning permission. It is therefore important that you co-operate with the Council to ensure that this deadline is met.

The anticipated heads of terms to be secured by the Section 106 Agreement will be as follows:-



INVESTOR IN PEOPLE

- 1 Construction and/or Demolition Management Plan
- 2 Highways and Streetworks Contribution
- 3 Car Free
- 4 Employment and Training
- 5 Local Employment and Training Plan
- 6 Local Procurement

As the application progresses and further assessment of the proposal is made it is possible that further heads of terms may be required.

In anticipation of this Section 106 Agreement I have notified Camden's legal department about the matter.

It is important that you send your own solicitor's contact details to the Council's legal department forthwith to enable them to produce a first draft of the agreement. You can e-mail them at the following address:

legalplanning@camden.gov.uk
aidan.brookes@camden.gov.uk
louise.mclaughlan@camden.gov.uk
Nora-Andreea.Constantinescu@camden.gov.uk

Please include the above reference in all future correspondence.

In order for the matter to progress you will be required to undertake to pay the Council's reasonable legal fees and Section 106 monitoring fees. The legal department's letter will give details of these.

If you would like to discuss this letter further please contact me by phone or e-mail.

Yours faithfully

Nora-Andreea Constantinescu
Supporting Communities Directorate

Executive Director Supporting Communities

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

EXECUTED AS A DEED BY
SYDNEY WHARF LLP LIMITED
acting by a Director and its Secretary
or by two Directors

Director Name: (CAPITALS)
Director Signature:

Director/Secretary Name (CAPITALS)
Director/Secretary Signature:

EXECUTED AS A DEED BY
AHLI UNITED BANK (UK) PLC
in the presence of:

Witness Signature:

Witness Name: (CAPITALS)

Address:

Occupation:

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

Authorised Signatory



DATED

8th March

2018

(1) SYDNEY WHARF LLP

and

(2) AHLI UNITED BANK (UK) PLC

and

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

FIRST DEED OF VARIATION

Relating to the Agreement dated 15th August 2017 between
(1) Sydney Wharf LLP (2) AHLI United Bank (UK) PLC and
(3) the Mayor and the Burgesses of the London Borough of Camden

pursuant to

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