

DATED 25 July 2011

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**DEED OF ASSIGNMENT OF BENEFICIAL INTEREST IN UNIT B3 SOUTHGATE  
FROM BA11 2RY**

**between**

**WATSON GYM EQUIPMENT LIMITED**

**and**

**SIMON WATSON AND CLAIRE BEVERLEY WATSON**

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THIS DEED is dated

25 July 2011

## **PARTIES**

- (1) **WATSON GYM EQUIPMENT LIMITED** incorporated and registered in United Kingdom with company number 6132239 whose registered office is at Unit B3 Commerce Park Frome Somerset BA11 2FB (**Assignor**).
- (2) **SIMON WATSON and CLAIRE BEVERLEY WATSON** both of Hillcroft Lansdown Road Bath BA1 5TD (**Assignee**).

## **BACKGROUND**

- (A) The Assignor has a debt obligation to the Assignee which they intend to satisfy by the transfer of 47.1% of their beneficial interest in the property known as Unit B3 Southgate Frome BA11 2RY more particularly described in the Schedule ("the Property").

## **AGREED TERMS**

### **1. ASSIGNMENT**

The Assignor hereby assigns to the Assignee with full title guarantee 47.1% of their beneficial interest in the Property in accordance with a Declaration of Trust made between the Assignor and Assignee of even date.

### **2. FURTHER ASSURANCE**

The Assignee covenants with the Assignor that it will not make an application to the court under the Trusts of Land and Appointment of Trustees Act 1996 for an order for sale.

### **3. LAND REGISTRATION**

The Assignor consents to the registration of the following restriction against the Property:

"No disposition by a sole proprietor of the registered estate (except a trust corporation) under which capital money arises is to be registered unless authorised by an order of the court."

### **4. GOVERNING LAW**

- 4.1 This deed and any disputes or claims arising out of or in connection with its subject matter or formation (including non-contractual disputes and claims) are governed by and construed in accordance with the law of England and Wales.
- 4.2 The parties irrevocably agree that the courts of England and Wales have exclusive jurisdiction to settle any dispute or claim that arises out of or in


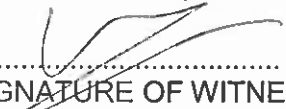
connection with this deed or its subject matter or formation (including non-contractual disputes or claims).

This document has been executed as a deed and is delivered and takes effect on the date stated at the beginning of it.

## **SCHEDULE**

All that property known as Unit B3 Southgate Frome BA11 2RY registered at H.M.  
Land Registry under Title Number WS45366.

Executed as a deed by WATSON  
GYM EQUIPMENT LIMITED acting  
by SIMON WATSON  
a director, in the presence of:

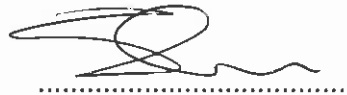
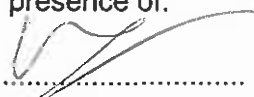
  
.....  
Director  
.....  
SIGNATURE OF WITNESS

.....  
Ian Davies  
NAME OF WITNESS

.....  
Mogess 24 Queen Square Bldg  
ADDRESS OF WITNESS

.....  
Solicitor  
OCCUPATION OF WITNESS

Signed as a deed by  
SIMON WATSON  
in the presence of:

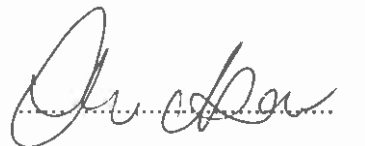
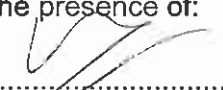
  
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.....  
SIGNATURE OF WITNESS

.....  
as above  
NAME OF WITNESS

.....  
ADDRESS OF WITNESS

.....  
OCCUPATION OF WITNESS

Signed as a deed by  
CLAIRE BEVERLEY WATSON  
in the presence of:

  
.....  
.....  
SIGNATURE OF WITNESS

.....  
as above  
NAME OF WITNESS

.....  
ADDRESS OF WITNESS

.....  
OCCUPATION OF WITNESS