

M

COMPANIES FORM No. 395

395

122614/32

CHWP000

Please do not
write in
this margin

*Please complete
legibly, preferably
in black type, or
bold block lettering*

Particulars of a mortgage or charge

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

1 0 3

Company number

02155276

Name of company

* Parkcare Homes Limited

* insert full name
of Company

Date of creation of the charge

03 October 2008

Description of the instrument (if any) creating or evidencing the charge (note 2)

Standard Security

Amount secured by the mortgage or charge

The payment and discharge of the Secured Sums as defined in the attached paper apart

Names and addresses of the mortgagees or persons entitled to the charge

Barclays Bank plc

1 Churchill Place, London as Security Agent as defined in the attached paper apart

Postcode E14 5HP

Presenter's name address and
reference (if any) C

Archibald Campbell & Harley
37 Queen Street, Edinburgh
L 300 24

Time critical reference

For official Use (02/06)
Mortgage Section

WEDNESDAY



A0AL1328

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15/10/2008

329

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

ALL and WHOLE the rectangular area of ground lying to the west of Isla Road, Perth, in the Country of Perth as the area of ground is more particularly described in and delineated red on the Ordnance Survey Sheet (scale 1 1250) annexed to a Feu Disposition by General Accident Fire & Life Assurance Corporation Plc in favour of Caledonian Nursing Homes Limited dated 22 and recorded in the General Register of Sasines applicable to the County of Perth on 31 both days July 1986 together with (One) the building formerly known as Tayside and now Tayside Nursing Home, Isla Road, Perth and the whole other erections thereon, (Two) the parts, pertinents and privileges thereof, (Three) the servitude rights and others pertaining thereto, (Four) the fittings and fixtures therein and thereon and (Five) the Chargor's whole right title and interest therein and thereto

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

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Particulars as to commission allowance or discount (note 3)

Nil

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed

ACH

Date 14 October 2008.

On behalf of ~~company~~ [mortgagee/chargee][†]

Notes

[†] delete as appropriate

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situated in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders are to be made payable to Companies House.
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ.

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PARKCARE HOMES LIMITED – Company Number 02155276

Beneficiary	each Senior Finance Party, each Mezzanine Finance Party and each Hedge Counterparty
Chargor:	PARKCARE HOMES LIMITED , a company incorporated under the laws of England and Wales with registered number 02155276 and having its registered office at Craegmoor House, Perdiswell Park, Worcestershire WR3 7NW
Debenture	the Debenture dated Eighteenth July Two Thousand and Eight granted by Craegmoor Mezzco Limited and Craegmoor Acquisitions Limited in favour of the Security Agent and acceded to by the Chargor on or about the date of this Standard Security as the debenture may be amended, restated, novated, varied or supplemented in any way from time to time
Facilities Agreement	the facilities agreement dated Eighteenth July Two Thousand and Eight as amended by an amendment and restatement agreement dated Twenty ninth August Two Thousand and Eight between Craegmoor Mezzco Limited (formerly Miro Mezzco Limited) (as the Parent), Craegmoor Acquisitions Limited (formerly Miro Acquisitions Limited) (as the Company), the Companies listed as Original Borrowers, the Companies listed as Original Guarantors, Barclays Leveraged Finance, Calyon and RBC Capital Markets (as Arrangers), Barclays Bank PLC (as Agent, Security Agent and Issuing Bank) and Barclays Bank PLC, Calyon and Royal Bank of Canada (as Original Lenders) to which the Chargor acceded as a Guarantor by deed of accession dated on or about the date of this Standard Security as the same may be amended, restated, varied, supplemented or novated in any way from time to time
Finance Document	each Senior Finance Document, each Mezzanine Finance Document and each Hedging Agreement and any other document designated as a such by the Agent and the Parent and/or the Company
Hedge Counterparty	means each of the banks, financial institutions, trusts, funds and other entities which becomes a Hedge Counterparty
Hedging Agreement	means each master agreement, confirmation, schedule or other agreement in each case in the agreed form evidencing any hedging facility provided by a Hedge Counterparty to an Obligor
Intercreditor Agreement	the intercreditor agreement dated Eighteenth July Two Thousand and Eight as amended by an amendment and restatement agreement dated Twenty ninth August Two Thousand and Eight and made between inter alia Craegmoor Mezzco Limited (formerly Miro Mezzco Limited) (as the Parent), Barclays Bank PLC (as Security Agent, Senior Agent and Mezzanine Agent), Barclays Leveraged Finance, Calyon and others (each term as defined therein) and acceded to by the Chargor as an Obligor, on or about the date of the Standard Security
Mezzanine Facility Agreement	the mezzanine facility agreement dated Eighteenth July Two Thousand and Eight as amended by an amendment and restatement agreement dated Twenty ninth August Two Thousand and Eight between Craegmoor Mezzco Limited (formerly Miro Mezzco Limited) (as the Parent), Craegmoor Acquisitions Limited (formerly Miro Acquisitions Limited) (as the Borrower), the Original Guarantors, Barclays Leveraged Finance, Calyon and RBC Capital Markets (as Arrangers) and Barclays Bank PLC (as Agent and Security Agent) to which the Chargor acceded as a Guarantor by deed of accession dated on or about the

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	date of this Standard Security as the same may be amended, restated, varied, supplemented or novated in any way from time to time
Parent	Craegmoor Mezzco Limited (formerly Miro Mezzco Limited), a company incorporated in England and Wales (registered number 6628024) whose registered office is at One South Place, London EC2M 2WG
Secured Sums	<p>all present and future obligations and liabilities (whether actual or contingent and whether owed jointly or severally or in any other capacity whatsoever) of the Chargor to all or any of the Beneficiaries under each or any of the Finance Documents, in each case together with</p> <p>(a) all costs, charges and expenses incurred by any Beneficiary in connection with the protection, preservation or enforcement of its rights under any Finance Document, and</p> <p>(b) all moneys, obligations and liabilities due, owing or incurred in respect of any variations or increases in the amount or composition of the facilities provided under any Finance Document or the obligations and liabilities imposed under such documents</p>
Security Agent	BARCLAYS BANK PLC acting as security agent and trustee for the Beneficiaries including any successor appointed by the Beneficiaries pursuant to the Finance Documents
Security Subjects:	ALL and WHOLE the rectangular area of ground lying to the west of Isla Road, Perth, in the Country of Perth as the area of ground is more particularly described in and delineated red on the Ordnance Survey Sheet (scale 1 1250) annexed to a Feu Disposition by General Accident Fire & Life Assurance Corporation Plc in favour of Caledonian Nursing Homes Limited dated 22 and recorded in the General Register of Sasines applicable to the County of Perth on 31 both days July 1986 together with (One) the building formerly known as Tayside and now Tayside Nursing Home, Isla Road, Perth and the whole other erections thereon, (Two) the parts, pertinents and privileges thereof, (Three) the servitude rights and others pertaining thereto, (Four) the fittings and fixtures therein and thereon and (Five) the Chargor's whole right title and interest therein and thereto
Senior Finance Document	means the Facilities Agreement and any other document designated as a such by the Agent and the Parent and/or the Company
Standard Conditions	the Standard Conditions specified in Schedule 3 to the Conveyancing and Feudal Reform (Scotland) Act 1970 and any lawful variation thereof operative for the time

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COMPANIES FORM No. 398

Certificate of registration in Scotland or Northern Ireland of a charge comprising property situate there

398

Pursuant to section 398(4) of the Companies Act 1985

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf)

For official use

Company number

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02155276

Name of company

* insert full name
of company

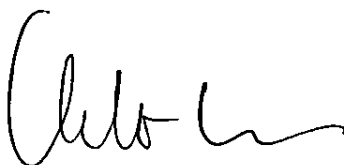
* Parkcare Homes Limited

Kenneth Wyness Irons

of Archibald Campbell & Harley, 37 Queen Street, Edinburgh, EH2 1JX

* give date and
parties to chargecertify that the charge * Standard Security by Parkcare Homes Limited to Barclays Bank plc as
Security Agent dated 2 OCTOBER 2008† delete as
appropriateof which a true copy is annexed to this form was presented for registration on 03 October 2008
in [Scotland] ~~[Northern Ireland]~~ †

Signed



Date

Presenter's name address and
reference (if any)Archibald Campbell & Harley
37 Queen Street
Edinburgh
EH2 1JX
KI/KA/L 300 24For official Use (02/0
Mortgage Section

FRIDAY



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AT8HA417
17/10/2008
COMPANIES HOUSE

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15/10/2008
COMPANIES HOUSE

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FILE COPY
CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY NO. 2155276
CHARGE NO. 103

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH
WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 3
OCTOBER 2008 AND CREATED BY PARKCARE HOMES LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO ALL OR ANY OF THE BENEFICIARIES ON
ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1
PART XII OF THE COMPANIES ACT 1985 ON THE 15 OCTOBER
2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16 OCTOBER
2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

PJ