

M

CHFP025

Please do not  
write in  
this margin

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

\*insert full name  
of Company

COMPANIES FORM No. 395

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)

Name of company

\* NHP Limited

Date of creation of the charge

~~30 April 2007~~ 27 April 2007

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

Standard Security which was presented for registration in  
Scotland on 30 April 2007 and

Amount secured by the mortgage or charge

All present and future obligations and liabilities (whether actual or contingent and whether owed jointly or  
severally or in any other capacity whatsoever) of each Obligor to any Secured Creditor under each Finance  
Document, except for any obligation which, if it were so included, would result in any Chargor contravening  
Section 151 of the Companies Act 1985 or any equivalent and applicable provisions under the laws of the  
jurisdiction of incorporation of the relevant Chargor

See Part 1 of the Paper Appart for Additional Definitions

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

Credit Suisse, London Branch /  
1 Cabot Square  
London

Postcode E14 4QJ

Presentor's name address and  
reference (if any)

DLA Piper Scotland LLP  
249 West George Street  
GLASGOW  
G2 4RB

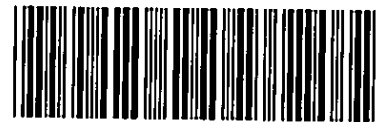
ME

Time critical reference

For official Use (06/2005)  
Mortgage Section

Post room

WEDNESDAY



A31

\*AQ30FP7E\*

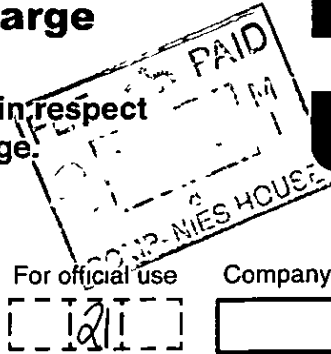
02/05/2007

632

COMPANIES HOUSE

010355/13

395



For official use

Company number

02798607

2798607 (S12M)

Short particulars of all the property mortgaged or charged

See Part 2 of the Paper Apart for charged properties

Please do not  
write in  
this margin

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

Particulars as to commission allowance or discount (note 3)

Signed



Date

1/5/7

On behalf of ~~XXXXXXXXXXXXXXXXXX~~ [chargee] †

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

† delete as  
appropriate

Notes

- 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 situate 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 must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ

**Paper Apart to Form M395 - NHP Limited**

**PART 1:**

"**Facility Agreement**" means the senior term and revolving facility agreement for up to £1,172,000,000 dated on or about the date hereof between, among others, Libra No 3 Limited and the Security Agent

"**Finance Document**" means the Finance Documents as defined in the Facility Agreement

"**Obligors**" has the meaning given to it in the Facility Agreement and "**Obligor**" means such of them as the context shall require or permit

**PART 2:**

- 1 ALL and WHOLE the subjects known as Fairview Nursing Home on the north east side of Cowie Road, Bannockburn, Stirling (FK7 8JW) being the subjects registered in the Land Register of Scotland under Title Number STG14950
- 2 ALL and WHOLE the subjects known as Castle View Nursing Home, Glasgow Road, Dumbarton being the subjects registered in the Land Register of Scotland under Title Number DMB60532
- 3 ALL and WHOLE the subjects known as Barleystone Court Nursing Home, Westquarter Avenue, Westquarter, Falkirk (FK2 9RY) being the subjects registered in the Land Register of Scotland under Title Number STG18537
- 4 ALL and WHOLE that area or piece of ground extending to one acre or thereby lying on or towards the north west of Drummohr Gardens, Wallyford in the Parish of Inveresk and County of Midlothian being the subjects more particularly described in, disposed by and shown delineated red on the plan annexed and signed as relative to Disposition by Norman Henderson with consent of Legerwood Estate Limited in favour of Leith Developments (No 2) Limited dated 27 and 29 February and recorded in the Division of the General Register of Sasines applicable to the County of Midlothian on 7 March both months in the year 1996, which area or piece of ground forms part and portion of ALL and WHOLE that area or portion of ground extending to four acres or thereby Imperial Measure situated at Wallyford and being the subjects more particularly described in, disposed by and delineated and coloured pink on the plan annexed and signed as relative to Disposition by the Right Honourable Francis David Charteris, Twelfth Earl of Weymss and March and Weymss

T  
For detts  
95

Landed Estates Company in favour of the Trustees of the Wallyford Bluebell Football Club dated 29 July and recorded in the said Division of the General Register of Sasines on 16 October both months in the year 1947, together with (i) all buildings and other erections, erected or to be erected thereon, and (ii) the parts, privileges and pertinents thereof

# M

## COMPANIES FORM No. 398

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

# 398

CHFP025

Please do not  
write in  
this margin

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

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

To the Registrar of Companies  
(Address overleaf)

Company number

02798607

Name of company

2798607

\* insert full name  
of company

\* NHP Limited

David Thomson

of DLA Piper Scotland LLP

§ give date and  
parties to charge

certify that the charge § dated 27 April 2007 by NHP Limited in favour of Credit Suisse, London Branch over Barleystone Court and other properties more specifically detailed in the charge document

† delete as  
appropriate

of which a true copy is annexed to this form was presented for registration on 30 April 2007  
in [Scotland] ~~XXXXXXXXXX~~

Signed



Date

1/5/7

Presentor's name address and  
reference (if any)

DLA Piper Scotland LLP  
249 West George Street  
GLASGOW  
G2 4RB

DX 561481 GLASGOW

For official Use

Mortgage Section

Post room

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 02798607

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 30 APRIL 2007 AND DATED THE 27th APRIL 2007 AND CREATED BY NHP LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM EACH OBLIGOR TO ANY SECURED CREDITOR 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 2nd MAY 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th MAY 2007

*Pargels*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —