

# M

CHF P004

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*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

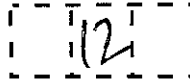
A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

(Address overleaf – Note 6)

For official use



Company number

3003291

158903/300P

# 395

Name of company

\*Highcare Group Limited

Date of creation of the charge

22<sup>nd</sup> May 2002

Description of the instrument (if any) creating or evidencing the charge (note 3)

Legal Mortgage

Amount secured by mortgage or charge

All monies, obligations and liabilities (actual or contingent) now or at any time or times hereafter due owing or incurred by the Company to Fortis Bank S.A./N.V. (the "Bank") under or pursuant to a Facility Agreement ("Facility Agreement") dated 2 May 2001, and made between the Bank (1) Ridgmont Holdings Limited (then known as Newincco 34 Limited) (2) Ridgmont Care Homes Limited (3) as amended by a First Facility Amendment Agreement dated 19<sup>th</sup> November 2001, a Second Facility Amendment Agreement dated 30<sup>th</sup> January 2002 and a Third Facility Amendment Agreement dated 12<sup>th</sup> February 2002 with each such Facility Amendment Agreement being entered into by (1) Ridgmont Holdings Limited as Borrower (2) Ridgmont Care Homes Limited (as Guarantor) and (3) the Bank as Lender and other Finance Documents whether as principal or surety on any account whatsoever including any such monies, obligations or liabilities acquired by or assigned or transferred to (in each case whether legally or beneficially) the Bank and its successors in title and assigns and any person or entity deriving any estate, right or interest under or through it or them.

(please see Continuation Sheet No 1, page 2 of 4)

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

Fortis Bank S.A./NV

Camomile Court, 23 Camomile Street, London

Postcode

EC3A 7PP

Presentor's name address and  
reference (if any): Davies Arnold  
Cooper, 6-8 Bouverie Street, London,  
EC4Y 8DD. Ref: 690/32486.6

Time critical reference

For official Use  
Mortgage Section



A33  
COMPANIES HOUSE

\*AUYHDB3A\*

0798  
25/05/02

Short particulars of all the property mortgaged or charged

By way of First Legal Mortgage the properties more particularly referred to below and all licences from time to time held by the Company to enter upon all used land and / or enabling any building upon the following properties (together the Mortgaged Property) to overhang or project into any space which is not in the ownership of the Company:-

The freehold property known as Drummuir 9-11 Northfield Bridgwater Somerset TA6 7EZ under title number ST201599

The freehold property known as Mountwood Nursing Home 11 & 11A Millway Road Andover Hampshire SP10 3EU under title number SP347382

The freehold property known as Hazelhurst 23 Kings Road Horsham West Sussex RH13 5PP under title number WSX184054

Please see continuation sheet

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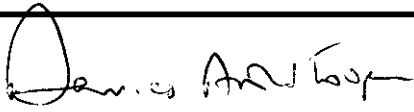
Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 2)

NIL

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed



Date

24/5/2022

On behalf of ~~company~~ <sup>†</sup> mortgagee/chargee

† 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. 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, DX: 33050 Cardiff

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**COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot) (Cont.)**  
**Particulars of a mortgage or charge**  
**(continued)**

Please complete  
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lettering

Continuation sheet No  
to Form No 395 and 410 (Scot) 1

Company number

3003291

Name of company

Highcare Group

Limited\*

\*delete if  
inappropriate

Description of the instrument relating or evidencing the mortgage or charge (continued) (note 2)

Legal Mortgage

Amount due or owing on the mortgage or charge (continued)

The expression "Finance Documents" means the Facility Agreement and the following security documents created by the Company in favour of the Bank:-

1. a legal mortgage of the properties referred to above.
2. a general mortgage debenture.
3. a guarantee of the indebtedness of Ridgmont Holdings Limited to the Bank under the Finance Documents.
4. a charge over cash deposit
5. all agreements and documents from time to time entered into by any person to indemnify the Bank against any act or omission of the Company, Ridgmont Care Homes Limited and/or Ridgmont Holdings Limited (the "Obligors" or each an "Obligor"), to guarantee the obligations of any Obligor under the Facility Agreement or otherwise to grant in favour of the Bank any security interest to secure any such guarantee, indemnity or the obligations of any Obligor under the Facility Agreement.

Please note that the reference to "Facility Agreement" and "Finance Documents" is a reference (under the terms of the Facility Agreement) to those documents as the same may be modified, supplemented or novated from time to time.

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Name, addresses and descriptions of the mortgages or persons entitled to the charge  
(continued)

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Short particulars of all the property mortgaged or charged (continued)

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The freehold property known as Birchwood Grove 64/66 Sydney Road Haywards Heath West Sussex RH16 1QA under title numbers WSX111304 and WSX111308

The freehold property known as St Margarets, 36 Northfield Bridgewater Somerset under title number ST124559

The freehold property known as, and land adjoining, Highfield Nursing Home Bokesbourne Lane Bokesbourne Canterbury Kent under title numbers K167051, K553893 and K705018

The freehold property known as Fairfield Manor and Fairfield Court, Fairfield Road, Broadstairs Kent under title number K786803

The freehold property known as Cerne Abbas Manor Cerne Abbas Dorchester Dorset under title number DT192565

Freehold land (with any buildings thereon) on the north side of Leadon Court, known as Leadon Court Care Home, Thornhill, Cwmbran under title number WA337792

**Please note that:-**

**Negative Pledge**

The Company shall not, without the prior written consent of the Bank, create, attempt to create, agree to create or permit to subsist any Security Interest on the whole or any part of the Charged Property except for any Permitted Security Interest.

**Non Disposal**

The Company shall not, (save as permitted by the Facility Agreement) without the prior written consent of the Bank, either in a single transaction or a series of transactions whether related or not and whether voluntary or involuntary, sell, transfer, lease or otherwise dispose of all or any part of the Charged Property or any interest in the charged property or grant any option to do the same or attempt to agree so to do except pursuant to a Permitted Security Interest.

The following expressions shall have the following meanings:-

“Charged Property” means the Mortgaged Property, all licences from time to time held by the Company to enter upon or use land and/or enabling any building upon the Mortgaged Property to overhang or project into any space which is not in the ownership of the Company.

“Permitted Security Interest” means any Security Interest permitted by the Facility Agreement.

“Security Interest” means any mortgage, standard security, pledge, lien, charge, assignment, hypothecation, hypothec, security interest, contractual arrangement or assignment or any other agreement or arrangement having the effect of conferring security, conditional sale or other title retention agreement, combination of accounts or other security interest whatsoever howsoever created or arising.

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legibly, preferably in  
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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03003291

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 22nd MAY 2002 AND CREATED BY HIGHCARE GROUP LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO FORTIS BANK S.A/NV 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 25th MAY 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 29th MAY 2002.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

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