

Rule 1.29

The Insolvency Act 1986

Notice of Completion of Voluntary Arrangement

R.1.29

Pursuant to Rule 1.29 of the
Insolvency Rules 1986

To the Registrar of Companies

For official use

| | | |
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| | | |
|--|--|--|

Company number

3088888

Name of Company

Insert full name(s) of
company

APTA Healthcare (UK) Limited

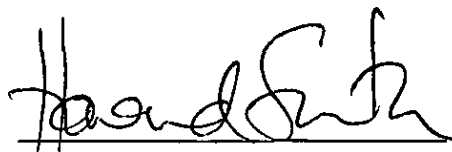
Insert full name and
address

We of Howard Smith and Richard Dixon Fleming
KPMG LLP
1 The Embankment
Neville Street
Leeds
LS1 4DW

Insert date

the Joint Supervisors of a voluntary arrangement approved on 20 June 2012 enclose a copy of my notice to the creditors and members of the above-named company that the voluntary arrangement has been completed

Signed



Dated

20 August 2012

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

KPMG LLP
1 The Embankment
Neville Street
Leeds
LS1 4DW
United Kingdom

For Official Use

Insolvency section

Post room

THURSDAY



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30/08/2012

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COMPANIES HOUSE

NOTICE OF TERMINATION

NOTICE OF TERMINATION FOR APTA Healthcare (UK) Limited

**IN THE HIGH COURT OF JUSTICE CHANCERY
DIVISION**

CVA NO 4723 OF 2012

IN THE MATTER OF:

APTA Healthcare (UK) Limited ("the Company")

AND IN THE MATTER OF THE INSOLVENCY ACT 1986

**COMPANY VOLUNTARY ARRANGEMENTS UNDER PART I OF THE
INSOLVENCY ACT 1986 (AS AMENDED BY THE INSOLVENCY ACT 2000)**

NOTICE OF TERMINATION

TO: CVA CREDITORS AND THE SOUTHERN CROSS GROUP OF COMPANIES

20 August 2012

Notice is hereby given in accordance with Clause 26 1 (*Termination of the CVAs*) of Section 2 of the Directors' proposal for Company Voluntary Arrangements in respect of the Companies (as set out in the Appendix to this Notice) dated 30 May 2012 (the "**Proposal**") (capitalised terms used in which shall have the same meaning in this notice) that

Pursuant to Clause 26 1 (*Termination of the CVAs*) of Section 2 of the Proposal, the Company Voluntary Arrangement has been fully implemented and shall with effect from the date hereof be deemed terminated

Richard Dixon Fleming and Howard Smith

as CVA Supervisors

IN THE HIGH COURT OF JUSTICE CHANCERY DIVISION, COMPANIES COURT; THE COURT OF SESSION IN SCOTLAND; AND THE HIGH COURT OF JUSTICE IN NORTHERN IRELAND

SOUTHERN CROSS GROUP OF COMPANIES (the "Companies")

AND IN THE MATTER OF THE INSOLVENCY ACT 1986 AND THE INSOLVENCY (NORTHERN IRELAND) ORDER 1989

COMPANY VOLUNTARY ARRANGEMENTS UNDER PART I OF THE INSOLVENCY ACT 1986 (AS AMENDED BY THE INSOLVENCY ACT 2000) AND PART II OF THE INSOLVENCY (NORTHERN IRELAND) ORDER 1989 (AS AMENDED)

Joint Supervisors' report pursuant to Rule 1.29 of the Insolvency Rules 1986

The following provides a summary of the implementation of the Company Voluntary Arrangements ("CVAs") of the Companies

The Directors' Proposal for CVAs dated 30 May 2012 stated that

- Upon approval of the CVAs the Companies would issue a Total Cash Amount of £500,000 to the CVA Supervisors to facilitate a distribution on a *pari passu* basis to all unsecured Creditors of the Companies
- The CVA Supervisors' intention is to issue Notices of Termination in respect of the significant majority of the CVAs as soon as reasonably practicable after the Implementation Date of each CVA. The Implementation date of all of the CVAs was 20 July 2012

The Total Cash Amount of £500,000 has been received from the Companies and is currently held by the Joint Supervisors in an account designated Southern Cross Healthcare Group Plc - In Company Voluntary Arrangement ("SCHG"), to facilitate a distribution to creditors once all claims are agreed. With the exception of SCHG, none of the Companies have had any receipts or payments and accordingly no receipts and payment account has been attached to this report or will be filed.

In accordance with section 19.3 of Part I of the Directors' Proposal for CVAs, the Joint Supervisors are satisfied that the terms of the CVAs for all the Companies, excluding SCHG and the six companies listed below, have been completed and have, accordingly, issued notices of termination to them and the creditors.

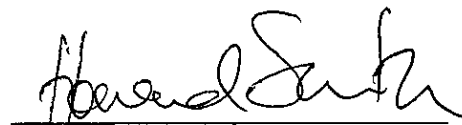
Companies to remain in CVA alongside SCHG

| <u>Name</u> | <u>Company No</u> |
|--|-------------------|
| Southern Cross Healthcare Investments No 1 Limited | 5328113 |
| Southern Cross Healthcare Investments No 2 Limited | 5328122 |
| Southern Cross Bidco Limited | 5221235 |
| Southern Cross (SX Holdco) Limited | 5369456 |
| Southern Cross Healthcare Limited | 3078718 |
| Southern Cross Healthcare Services Limited | 3156327 |

The Joint Supervisors hereby give notice that the CVAs of the companies listed on the attached schedule be terminated and that the Joint Supervisors vacate office once documents have been filed in Court and with the Registrar of Companies

Any further queries in relation to the above should be directed to Ian Campbell on 0113 231 3036

Signed

A handwritten signature in black ink, appearing to read 'Howard Smith', written over a horizontal line.

Howard Smith
Joint Supervisor

Dated 20 August 2012

| <u>Company</u> | <u>CVA Number</u> | <u>Company Number</u> |
|---|-------------------|-----------------------|
| Active Care Partnerships (Broadoaks) Limited | 4453 | 4033332 |
| Active Care Partnerships (Churchfields) Limited | 4699 | 3570205 |
| Active Care Partnerships (Drummond) Limited | 4700 | 3570206 |
| Active Care Partnerships (Fryers) Limited | 4706 | 3708628 |
| Active Care Partnerships (Holdings) Limited | 4712 | 4507687 |
| Active Care Partnerships (Intercare) Limited | 4714 | 3440926 |
| Active Care Partnerships (Lombardy) Limited | 4716 | 3786161 |
| Active Care Partnerships Limited | 4688 | 4594316 |
| Active OPCO Limited | 4696 | 6088380 |
| APTA Healthcare (UK) Limited | 4723 | 3088888 |
| APTA Healthcare Limited | 4697 | 2837814 |
| Ashbourne (Eton) Limited | 4672 | 3883233 |
| Ashbourne Boss Limited | 4753 | 5282592 |
| Ashbourne Care Homes (Bucks) Limited | 4705 | 5230495 |
| Ashbourne Group Europe Limited | 4768 | 2247801 |
| Ashbourne Healthcare Limited | 4775 | 2542118 |
| Ashbourne Holdings Limited | 4767 | 4743237 |
| Ashbourne Life Limited | 4748 | 4818111 |
| Ashbourne Limited | 4761 | 2958151 |
| Cairncroft Limited | 4759 | 1299665 |
| Care (Wookey Hole) Limited | 4751 | 2390044 |
| Care Support Properties Limited | 4749 | 1279314 |
| CC Care Limited | 4746 | 5776861 |
| CCSX (DL) Limited | 4758 | 5517400 |
| CCSX Holdings Limited | 4729 | 4642566 |
| CCSX Limited | 4756 | 4551484 |
| CCSX Properties Limited | 4733 | 5517398 |
| CCSX Ventures Investments Limited | 4754 | 5357344 |
| CCSX Ventures Limited | 4735 | 5353285 |
| Chiltern Care Homes Limited | 4738 | 3200776 |
| Coatbridge Care Home Limited | 4776 | 6185367 |
| Community Care Management Services Limited | 4777 | 2388404 |
| Exceler Health Care Group Limited | 4737 | 2582610 |
| Exceler Healthcare Services Leasing Limited | 4727 | 2276013 |
| Exceler Healthcare Services Limited | 4736 | 2872835 |
| Exceler Ireland Limited | 4773 | 3135336 |
| Firmprior Limited | 4771 | 2568194 |
| Flagship Tower (Methil) Limited | 4770 | 5724771 |
| Gradeindex Limited | 4707 | 2594389 |
| Havant Fundco Limited | 4681 | 6491300 |
| Henwick Grange Nursing Home Limited | 4676 | 3924057 |
| Loppington House Limited | 4687 | 3276757 |
| Mendip Fundco Limited | 4684 | 6491237 |
| Modeifuture Limited | 4720 | 2592789 |
| Moorpark Kilbirnie Limited | 4717 | 4591847 |
| Networking Care Holdings Limited | 4683 | 4976871 |
| Noblerevel Limited | 4670 | 2743181 |
| Pitkerro Care Limited | 4667 | 5698280 |
| Port Sunlight Care Limited | 4689 | 5654638 |
| SChoice Europe Limited | 4685 | 3017507 |
| Sedbury Park Limited | 4680 | 2312553 |
| Southern Cross (Alexandra) Propco Limited | 4682 | 6502503 |
| Southern Cross (Ailoe) Propco Limited | 4677 | 6452686 |
| Southern Cross (Armagh) Limited | 4679 | 5789173 |
| Southern Cross (Belhaven Propco) Limited | 4678 | 6395292 |
| Southern Cross (Belmont Guaranteeco) Limited | 4674 | 6494999 |
| Southern Cross (Belmont Propco) Limited | 4693 | 6336314 |
| Southern Cross (Coatbridge) Propco Limited | 4692 | 6446845 |
| Southern Cross (Cophthorne) Opco Limited | 4691 | 6922713 |
| Southern Cross (Crystal) Propco Limited | 4686 | 6600139 |
| Southern Cross (DPC) Propco Limited | 4731 | 6460729 |
| Southern Cross (Faversham) Opco Limited | 4724 | 6922662 |
| Southern Cross (Futcher) Limited | 4719 | 6092344 |
| Southern Cross (Hamilton) Limited | 4704 | 5654238 |
| Southern Cross (Henwick Subsidco) Limited | 4703 | 6603413 |
| Southern Cross (Henwick) Propco Limited | 4702 | 6509232 |
| Southern Cross (Highfield Holdco) Limited | 4701 | 5299104 |
| Southern Cross (Holly) Propco Limited | 4695 | 6617699 |
| Southern Cross (LSC) Limited | 4721 | 3457965 |
| Southern Cross (Manor Hall) Propco Limited | 4694 | 6445624 |
| Southern Cross (Meiklewood) Limited | 4757 | 5789386 |
| Southern Cross (Mendip Opco) Limited | 4755 | 6618577 |
| Southern Cross (Nerston) Limited | 4752 | 5797257 |
| Southern Cross (Portishead) Opco Limited | 4743 | 6750021 |
| Southern Cross (R2) Limited | 4742 | 5587386 |
| Southern Cross (Springbank Propco) Limited | 4741 | 5654339 |
| Southern Cross (Stepps) Limited | 4764 | 5790250 |

| <u>Company</u> | <u>CVA Number</u> | <u>Company Number</u> |
|--|-------------------|-----------------------|
| Southern Cross (Taunton Newco) Limited | 4762 | 6973368 |
| Southern Cross (Taunton) Opco Limited | 4745 | 6750134 |
| Southern Cross (Thames) Limited | 4744 | 5797273 |
| Southern Cross (Tornadee) Limited | 4783 | 5750398 |
| Southern Cross BC OPCO Limited | 4782 | 6362328 |
| Southern Cross Belmont Limited | 4781 | 4916081 |
| Southern Cross Billingham Propco Limited | 4779 | 6370272 |
| Southern Cross Care Centres Limited | 4766 | 4285217 |
| Southern Cross Care Homes Holdings Limited | 4765 | 3805939 |
| Southern Cross Care Homes Limited | 4750 | 2482460 |
| Southern Cross Care Homes No 2 Limited | 4747 | 3194209 |
| Southern Cross Care Homes No 3 Limited | 4740 | 3301064 |
| Southern Cross Care Limited | 4739 | 4746571 |
| Southern Cross Care Management Limited | 4784 | 4045136 |
| Southern Cross Care Services Limited | 4778 | 4703567 |
| Southern Cross Cymru Limited | 4774 | 3558528 |
| Southern Cross Debtco Limited | 4772 | 4380001 |
| Southern Cross Finance Limited | 4769 | 4086082 |
| Southern Cross Fundco Limited | 4760 | 6491311 |
| Southern Cross Healthcare (Cheshire) Limited | 4675 | 3762703 |
| Southern Cross Healthcare (Clyde) Limited | 4673 | 2302277 |
| Southern Cross Healthcare (Focus) Limited | 4671 | 6056673 |
| Southern Cross Healthcare (Kent) Limited | 4690 | 3444478 |
| Southern Cross Healthcare (South East) Limited | 4665 | 3234367 |
| Southern Cross Healthcare (West) Limited | 4664 | 3284837 |
| Southern Cross Healthcare Centres Limited | 4663 | 4502016 |
| Southern Cross Healthcare Developments Limited | 4660 | 2197707 |
| Southern Cross Healthcare Facilities Limited | 4698 | 3225331 |
| Southern Cross Healthcare Holdings Limited | 4715 | 4379891 |
| Southern Cross Healthcare Properties Limited | 4651 | 3175442 |
| Southern Cross Home Properties Limited | 4661 | 3679340 |
| Southern Cross Loanco Limited | 4658 | 4379999 |
| Southern Cross Management Limited | 4657 | 3690345 |
| Southern Cross Opco (2) Limited | 4669 | 6538408 |
| Southern Cross Opco (3) Limited | 4668 | 6619310 |
| Southern Cross Opco (4) Limited | 4666 | 6631753 |
| Southern Cross Opco Limited | 4665 | 5895851 |
| Southern Cross Operations (No 2) Limited | 4464 | 4107794 |
| Southern Cross Operations Limited | 4463 | 3919414 |
| Southern Cross Portland Holdco Limited | 4713 | 6513968 |
| Southern Cross Portland Propco Limited | 4710 | 6514073 |
| Southern Cross Propco 5 Limited | 4709 | 5658455 |
| Southern Cross Propco 6 Limited | 4726 | 5653528 |
| Southern Cross SLBCO Limited | 4725 | 5312276 |
| Standford Homes Limited | 4730 | 4025159 |
| Taunton Fundco Limited | 4734 | 6491302 |
| The Portland Group (N E) Ltd | 4728 | 4723821 |
| Trinity Care (Brookfield) Limited | 4732 | 3680435 |
| Trinity Care (Crown) Limited | 4659 | 5523598 |
| Trinity Care (Hove) Limited | 4656 | 3309676 |
| Trinity Care (Southampton) Limited | 4654 | 3865642 |
| Trinity Care (Whitchurch) Limited | 4652 | 3552710 |
| Trinity Care Homes Limited | 4650 | 3184056 |
| Trinity Care Limited | 4649 | 2410817 |
| Trinity Care Management Limited | 4647 | 3253312 |
| West Regent Homes Limited | 4648 | 4092025 |
| West Regent Limited | 4462 | 5064852 |
| Woodleigh Property (Dormant) Limited | 4461 | 2129731 |
| Ashbourne Homes Limited | 17 | SC111467 |
| Heather Park Homes Limited | 9 | SC136785 |
| Ashbourne Group UK Limited | 8 | SC141431 |
| Ashbourne Homes (Developments) Limited | 7 | SC141433 |
| Abbeycourt Care Limited | 11 | SC171129 |
| Southern Cross Home Properties (Perth) Limited | 15 | SC178872 |
| Southern Cross Leasing 1999 Limited | 10 | SC198326 |
| Dalnair Estate Development Limited | 16 | SC264850 |
| Alexandra Park Limited | 12 | SC290789 |
| Acaena Limited | 13 | SC290790 |
| Southern Cross (Thistle) Propco Limited | 14 | SC340509 |
| Dunlurg Homes Limited | 9926 | NI036801 |
| Longfield Care Limited | 9925 | NI034908 |
| Nightingale Private Nursing Home Limited | 9927 | NI026814 |