

M**403b**

CHFP025

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold black lettering*insert full name
of company**Declaration that part of the
property or undertaking charged
(a) has been released from the
charge; (b) no longer forms part of
the company's property or undertaking**

Pursuant to section 403(1) (b) of the Companies Act 1985

To the Registrar of Companies
(Address overleaf)

For official use

Company number

3287957

Name of company

* NHP Securities No. 3 Limited

I, Sheila Kaul

of 35 Princes Court, Wembley, Middlesex, HA9 7JJ

† delete as
appropriate‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.§ the date of
registration may be
confirmed from the
certificate§ insert brief details
of property or
undertaking no
longer subject to
the charge

XXXXXXXX [the secretary] XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX of the above company, do

solemnly and sincerely declare that with respect to the charge described below the part of the property
or undertaking described [has been released from the charge] XXXXXXXXXXXXXXXXXXXXXXX

XXXXXXXXXXXXXXXXXXXX†

Date and description of charge ‡ 3 JUNE 1998 - SUPPLEMENTAL DEBENTURE ✓

Date of registration § 5 JUNE 1998 ✓

Name and address of [chargee] XXXXXXXXXXXXXXXXXXXXXXX The Governor and Company of
the Bank of Scotland Commercial Banking Services of Telford House 3 Mid New
Cultins Edinburgh EH11 4DH as Security Trustee (defined in the Debenture) ✓

Short particulars of property or undertaking released or no longer part of the company's property or

undertaking § Please see attached schedule.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at

Woking Surrey

Declarant to sign below

Day Month Year

on

27 04 2004

before me

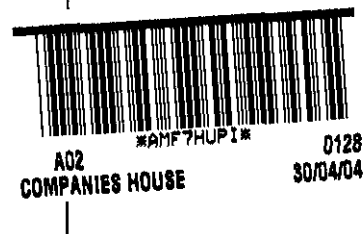
My commission (M. J. WILLIAMS)

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for OathsPresenter's name, address and
reference (if any):Eversheds LLP
Holland Court
The Close
Norwich
NR1 4DX

CHC/ERF

For official use
Mortgage section

Post room



Notes

The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

SCHEDULE FOR COMPANIES HOUSE FORM 403(b)

1. All that freehold property known as Storthfield House (formerly Abbey Lodge) Nursing Home, Storth Lane, South Normanton, Alfreton, Derbyshire, DE55 3AA registered under title number DY298912 at HMLR (the "**Property**").
2. All rights and claims to which the Company is now or may hereafter become entitled in relation to the Property including those against any manufacturer, supplier or installer of the Property, any builder, contractor or professional advisor engaged in relation to the Property and any lessee, sub-lessee or licensee of the Property including any rent deposit deed and any guarantor or surety for the obligations of such.
3. All the Company's right, title and interest in and to all rights and claims to which the Company is or may become entitled under or in respect of the Documents listed below.
4. All the Company's rights, title and interest in and to all rights to which the Company is or may become entitled to receive any proceeds of insurance in respect of the Property.

THE DOCUMENTS

Property	Security	Original Parties	Date
Storthfield House (formerly Abbey Lodge) Nursing Home Storth Lane South Normanton Alfreton Derbyshire DE55 3AA	Rent Deposit Deed	(1) NHP Securities No. 3 Limited (2) Highfield Care Homes No. 2 Limited (3) Highfield Care Homes Limited	24 January 2003
	Mortgage Debenture	(1) Highfield Care Homes No. 2 Limited (2) NHP Securities No. 3 Limited	24 January 2003
	Deed of Guarantee	(1) NHP Securities No. 3 Limited (2) Highfield Care Homes No. 2 Limited (3) Highfield Care Homes Limited	24 January 2003
	Deed of Covenant	Given by Highfield Care Homes Limited in favour of NHP Securities No. 3 Limited	24 January 2003