COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

CHA 116

Please do not write in this margin

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

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

* Insert full name of company

† 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
- ø Insert brief details of property

To the Registrar of Companies

For official use Company number 3429499

Name of company

*LEND LEASE NH LIMITED

APRIAN ROBERT VILATIN

CHURCH FARM, ACTON TURVILLE, BAPTIMTON S. GLOS GL9 11+9

[a director] [the secretary] [the administrator] [the administrative receiver] † of the above company, do solemnly and sincerely declare that the debt for which the charge described below was given has been paid or satisfied in (full) (part) †

Date and Description of charge ‡ 3 JUNE 1998 - SUPPLEMENTAL DEBENTURE

Date of Registration § 8 JUNE 1998

Name and address of [chargee] [trustee for the debenture holders] The Governor and Company of the Bank of Scotland, Telford House, 3 Mid New Cultins, Edinburgh EH11

Short particulars of property charged FREEHOLD INTEREST IN REAL PROPERTIES-DESCRIBED IN THE SUPPLEMENTAL DEBENTURE TOCETHER WITH FIXTURES THEREON AND ALL RIGHTS AND INTERESTS THEREIN PLEMSE SEE ATTACHED CONTINUATION STEET. 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 21 WILSON STREET

Declarant to sign below

-UNDON ECZM LTX

one thousand nine hundred and MNETS

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

Presentor's name, address and reference (if any):

Adrian Kilmartin NHP Plc 6 Broad Street Place Blomfield Street London EC2M 7JH

before me ___

For official use Mortgage section



m International Limited 10/92

Tel. No. 0171 496 3405

Form 403a (Continuation sheet)

Company Name: Lend Lease NH Limited

Company Number: 3429499

Short particulars of the charge:

The F/H interest in the property K/A Ashton Grange Residential Home, St. Lukes Road, Pallion, Sunderland T/N TY304629, Windsor Court Bartholomew Avenue, Goole, East Riding of Yorkshire T/N HS170159, Ashbourne Lodge Nursing Home, Ryhope Road, Grange Town, Sunderland T/N TY310171 and Victoria House Residential Home, Bath Lane, Stockton on Tees T/N CE136807 together with all buildings, fixtures, fixed plant and machinery thereon.