



CHFP041

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

BOS
£10
012657

395

Please do not
write in
this margin

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

To the Registrar of Companies
(Address overleaf - Note 6)

For official use: Company number

04347600

Name of company

* WYCAR LEYS (BULWELL) LIMITED

*Insert full name
of company

Date of creation of the charge

26 FEBRUARY 2002.

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

DEBENTURE

Amount secured by the mortgage or charge

ALL MONIES OBLIGATIONS AND LIABILITIES WHETHER
PRINCIPAL OR OTHERWISE WHICH MAY NOW OR AT ANYTIME
IN THE FUTURE BE DUE OWING OR INCURRED BY THE
COMPANY TO MH PREECE & CO.

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

MH PREECE & CO OF LEOPOLD HOUSE, 43, LEOPOLD
STREET, DERBY, DE1 2HF

Postcode

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

actons
solicitors
16 Roger St
Nottingham NG1 5DB
REF: SAL/HJB
DX: 10009 NOTTINGHAM 1

For official use
Mortgage section

Post room



A32
COMPANIES HOUSE

0775
27/02/02

Time critical reference

Short particulars of all the property mortgaged or charged

SEE ATTACHED CONTINUATION SHEET

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)

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

NIL

Signed

Date 26.02.02.

On behalf of [company][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 CF4 3UZ

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Continuation Sheet Form 395 Wycar Leys (Bulwell) Limited

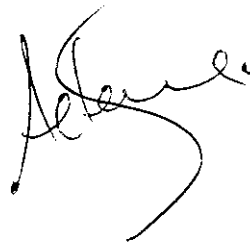
- 1 By way of legal mortgage all that freehold land situate and known as Ashwood Court Care Home, Snape Wood Road, Bulwell, Nottingham, NG6 7GH being all that property registered at H M Land Registry and comprised in Title Numbers NT239786, NT239787 and NT293856, together with all buildings, trade and other fixtures, fixed plant, machinery and immovable property of the Company from time to time thereon.
2. By way of fixed charge –
 - 2.1 all other freehold, leasehold and other immovable property now or in the future belonging to the Company together with all buildings trade and other fixtures, fixed plant and machinery of the Company from time to time thereon;
 - 2.2 all plant and machinery now or in the future belonging to the Company other than fixed plant and machinery;
 - 2.3 all cash at bank, book debts and other debts now or in the future due or owing to the Company;
 - 2.4 all stocks shares and other securities now or in the future belonging to the Company together with all dividends and other rights deriving therefrom;
 - 2.5 the goodwill of the Company and its uncalled capital for the time being;
 - 2.6 all patents trademarks service marks designs and other intellectual property rights choses in action and claims and all fees royalties and other rights of every kind deriving therefrom now or in the future belonging to the Company.
3. By way of floating charge the whole of the Company's undertaking and all its property and assets whatsoever and wheresoever present and future other than the property and assets from time to time effectively charged to M H Preece & Co by way of Legal Mortgage or fixed charge by the Debenture.

Note:- The Debenture contains covenants by the Company not without the prior written consent of M H Preece & Co to:

- (a) create or permit to subsist any mortgage charge pledge hypothecation lien (other than a lien arising by operation of law) or other security interest on any of its assets;
- (b) sell transfer lease lend or otherwise dispose of the whole or any part of its undertaking or (save in the normal course of trading at not less than market value) of its assets or enter into any agreement or grant any option for any such sale transfer lease loan or other disposal;
- (c) part with possession of any freehold or leasehold property grant or agree to grant any option or any licence tenancy or other right of occupation to any person or exercise the powers of leasing or agreeing to lease or of accepting or agreeing to

accept surrenders conferred by Sections 99 and 100 of the Law of Property Act 1925 provided that such restrictions shall not be construed as a limitation on the powers of any receiver appointed under the Debenture and being an agent of the Company and M H Preece & Co may grant or accept surrenders of leases without restriction at any time after M H Preece & Co shall have demanded the payment or discharge of any monies obligations and liabilities secured by the Debenture

- (d) pull down or remove or redevelop or make any material alteration to the whole or any part of any buildings or sever unfix or remove any fixtures or remove any plant or machinery belonging to or in use by the Company except for the purpose of effecting repairs or replacing the same

A handwritten signature in black ink, appearing to be 'M H Preece', written in a cursive style.

26.02.02

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04347600

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 26th FEBRUARY 2002 AND CREATED BY WYCAR LEYS (BULWELL) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO M H PREECE & CO WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 27th FEBRUARY 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st MARCH 2002.

Handwritten signature



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —