COMPANIES FORM No. 395

524507/390

Particulars of a mortgage or charge

395

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

CHFP025

Please do not write in this margin

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

*insert full name of Company

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

For official use

Company number 4436257

Name of company

* UK Hospitals No. 1 (PT2) Limited

Date of creation of the charge

17 July 2002

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

Charge made between (1) UK Hospitals No. 1 (PT1) Limited and UK Hospitals No. 1 (PT2) Limited (the **Property Trustees**) (2) UK Hospitals No. 1 Limited Partnership (the **Partnership**) acting by its agent Partnership Incorporations Limited and (3) NatWest Properties Limited (the **Secured Party**). Cont/...

Amount secured by the mortgage or charge

All obligations of the Chargors to the Secured Party pursuant to the provisions of Clause 9.2 of a Deed of Resignation and Appointment of New Trustees for Property Trust and Deed of Assignment of Leases dated 11 July 2002 and made between (1) the Secured Party (2) the Property Trustees and (3) the Partnership (as varied).

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

NatWest Properties Limited
3 Princess Way
Redhill
Surrey

Postcode RH1 1NP

Please return via CH London Counter

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

Denton Wilde Sapte
1 Fleet Place
London
EC4M 7WS

JXC/58166.00074/5904130.1

Time critical reference

For official Use
Mortgage Section | Post room

LFAHSD40
LD3 0050
COMPANIES HOUSE 06/08/02

5904130

Short particulars of all the property mortgaged or charged

The Chargors charged by way of fixed equitable charge the interest of the Chargors in the property known as the BUPA Hospital, Roding Lane, South Ilford (the **Property**).

The Chargors further charged the Property by way of legal mortgage to the intent that such charge by way of legal mortgage should take effect immediately upon the Property Trustees or the Partnership acquiring a legal estate in the Property.

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)

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 Denton Wilde Sapte Date 5 August 2002

On behalf of [~~company~~ XXXXXX] [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

COMPANIES FORM No. 395 (Cont.)

Continuation Sheet No 1

Company Number
4436257

Name of company
UK Hospitals No. 1 (PT2) Limited

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

Continued from DWS/5904130.1

The Property Trustees and the Partnership are defined as the Chargors. The Partnership consists of UK Hospitals No. 1 (GP) Limited as general partner and Prudential Annuities Limited as limited partner.

FILE COPY

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04436257

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE DATED THE 17th JULY 2002 AND CREATED BY UK HOSPITALS NO. 1 (PT2) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE CHARGORS TO THE SECURED PARTY 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 6th AUGUST 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th AUGUST 2002.

KCSOM

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

Companies House
— for the record —

HC026B