

MG01

Particulars of a mortgage or charge

100218/13



A fee is payable with this form

We will not accept this form unless you send the correct fee
Please see 'How to pay' on the last page

☒ **What this form is for**
You may use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland

☐ **What this form is**
You cannot use this
particulars of a charge
company To do this,
form MG01s

TUESDAY



A13
07/09/2010
COMPANIES HOUSE
327

1 Company details		3 For official use → Filling in this form Please complete in typescript or in bold black capitals All fields are mandatory unless specified or indicated by *
Company number	0 4 4 9 4 0 3 2	
Company name in full	Nucleus Healthcare Limited	

2 Date of creation of charge	
Date of creation	d 0 1 m 0 9 y 2 0 y 1 0

3 Description	
Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'	
Description	Debenture dated 1st September 2010 and made between (1) Nucleus Healthcare Limited ("the Borrower") and (2) Finance Wales Investments (6) Limited ("the Lender")

4 Amount secured		Continuation page Please use a continuation page if you need to enter more details.
Please give us details of the amount secured by the mortgage or charge		
Amount secured	All monies, obligations and liabilities whether principal, interest or otherwise which may now or at any time in the future be due or owing or incurred by the Borrower to the Lender (whether actual or contingent and whether incurred alone or jointly with another as principal, guarantor, surety or otherwise and in whatever name or style) together with interest, charges and other expenses	

MG01

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5

Mortgagee(s) or person(s) entitled to the charge (if any)

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge

Name

Finance Wales Investments (6) Limited

Address

3rd Floor, Oakleigh House

Park Place, Cardiff

Postcode

C F 1 0 3 D Q

Name

Address

Postcode

Continuation page

Please use a continuation page if you need to enter more details

6

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Continuation page

Please use a continuation page if you need to enter more details.

Short particulars

All the undertaking, property and assets of the Borrower whatsoever and wheresoever, present and future, as specified in the attached Schedule, which also contains covenants by and restrictions on the Borrower which protect and further define the charges and must be read as one with the charges

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CHFP000
10/09 Version 2.0

MG01 - continuation page

Particulars of a mortgage or charge

6	Short particulars of all the property mortgaged or charged	
	Please give the short particulars of the property mortgaged or charged	
Short particulars	<p>Particulars of a mortgage or charge</p> <p>Name of Company Nucleus Healthcare Limited</p> <p>Number of Company 04494032</p> <p>SCHEDULE OF CHARGES, COVENANTS AND RESTRICTIONS</p> <p>contained in a Debenture in favour of Finance Wales Investments (6) Limited dated 1st September 2010</p> <p>Charges</p> <p>FIRSTLY, all freehold and leasehold property now or in the future belonging to the Borrower together with all buildings, trade and other fixtures, fixed plant and machinery of the Borrower from time to time on such property and all plant, machinery, computers, office and other equipment now or in the future belonging to the Borrower (other than fixed plant and machinery) including all computer terminals, hard drives, keyboards, connecting leads and networks now or in the future belonging to the Borrower, together with all additions, alterations, accessories, replacements and renewals from time to time for such equipment and any components parts of such equipment from time to time</p> <p>SECONDLY, all stocks, shares and other securities now or in the future belonging to the Borrower together with all dividends and other rights deriving from such securities</p> <p>THIRDLY, the goodwill of the Borrower and its uncalled capital for the time being</p> <p>FOURTHLY, all patents, copyrights, marks, service marks, designs and other intellectual property rights (including without limitation business names, know-how, formulae, inventions, confidential information, trade secrets, computer software, programs and systems), claims and all fees, royalties and other rights of every kind deriving from such intellectual property now or in the future belonging to the Borrower</p> <p>FIFTHLY, all the undertaking, property and assets of the Borrower whatsoever and wheresoever present and future not subject to a legal mortgage or fixed charge by the Debenture</p> <p>The Charges created by the Debenture are a continuing security and shall as regards the assets Firstly, Secondly, Thirdly and Fourthly, described shall be fixed first charges, and as to the assets Fifthly described shall be a first floating charge (subject to Clause 1 2 of the Debenture) The Lender may at any time by written notice to the Borrower convert the floating charge into a fixed charge as regards any property and assets specified by such notice</p> <p>Clause 1 2 of the Debenture provides that if the Borrower shall create or allow to remain in existence any security interest other than the Debenture over any of the assets Fifthly described or disposes of such asset or if and when any person levies or notifies the Borrower that it intends to levy any distress, execution, sequestration or other process against any of the assets Fifthly described or if the Borrower ceases to carry on business or becomes insolvent the charge created by the Debenture over the assets the subject thereof shall automatically without notice be converted into a fixed charge instantly if such event occurs</p>	

MG01 - continuation page

Particulars of a mortgage or charge

6	Short particulars of all the property mortgaged or charged	
	Please give the short particulars of the property mortgaged or charged	
Short particulars	<p>Particulars of a mortgage or charge</p> <p>Name of Company Nucleus Healthcare Limited</p> <p>Number of Company 04494032</p> <p>SCHEDULE OF CHARGES, COVENANTS AND RESTRICTIONS</p> <p>contained in a Debenture in favour of Finance Wales Investments (6) Limited dated 1st September 20010</p> <p>Restriction on charges and disposals</p> <p>The Debenture contains a covenant that the Borrower shall not without the previous written consent of the Lender</p> <p>(a) create or allow to remain in existence any mortgage, charge, lien or other security interest on or any of its assets other than the Debenture,</p> <p>(b) dispose of any of the assets Firstly, Secondly, Thirdly or Fourthly, described,</p> <p>(c) dispose of the assets Fifthly described other than in the ordinary course of business at not less than market value,</p> <p>(d) grant or accept a surrender of any lease or licence of or part with or share possession or occupation of its freehold or leasehold property or any part of it,</p> <p>(e) pull down or remove or redevelop or make any material alteration to the whole or any part of any buildings or any other substantial asset or sever, unfix or remove any fixtures or remove any plant, machinery or equipment belonging to or in use by the Borrower except for the purpose of affecting repairs or replacing the same</p>	

MG01

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name Tracey Jones

Company name Finance Wales

Address 3rd Floor, Oakleigh House,

Park Place

Post town Cardiff

County/Region

Postcode C F 1 0 3 D Q

Country UK

DX

Telephone 02920 338147



Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have included the original deed with this form
- ☐ You have entered the date the charge was created
- ☐ You have supplied the description of the instrument
- ☐ You have given details of the amount secured by the mortgagee or chargee
- ☐ You have given details of the mortgagee(s) or person(s) entitled to the charge
- ☐ You have entered the short particulars of all the property mortgaged or charged
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £13 is payable to Companies House in respect of each mortgage or charge.

Make cheques or postal orders payable to 'Companies House'.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

For companies registered in England and Wales

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland

The Registrar of Companies, Companies House,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 869(5) & (6) of the Companies Act 2006

COMPANY NO. 4494032
CHARGE NO. 3

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 1
SEPTEMBER 2010 AND CREATED BY NUCLEUS HEALTHCARE
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO FINANCE WALES
INVESTMENTS (6) LIMITED ON ANY ACCOUNT WHATSOEVER
WAS REGISTERED PURSUANT TO CHAPTER 1 PART 25 OF THE
COMPANIES ACT 2006 ON THE 7 SEPTEMBER 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10 SEPTEMBER
2010

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Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES