

MG01

821167/13



iris
LASERFORM

Particulars of a mortgage or charge

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 NOT for

You cannot use this form to reg
particulars of a charge for a Sc
company To do this, please u
form MG01s

SATURDAY



A27

A16DNR5U

07/04/2012

#97

COMPANIES HOUSE

1

Company details

Company number

0 4 6 7 8 3 3 7

Company name in full

Glenside Manor Healthcare Services Limited

(the "Chargor")

For official use

7

Filing in this form

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2

Date of creation of charge

Date of creation

d0 d2 m0 m4 y2 y0 y1 y2

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

Legal Charge

4

Amount secured

Please give us details of the amount secured by the mortgage or charge

Amount secured

All present and future obligations and liabilities, whether
actual or contingent and whether owed jointly or severally, as
principal or surety and/or in any other capacity whatsoever,
owed by the Chargor and/or Glenside Care Group Limited (the
"Customer") to the Finance Parties under or in connection with
the Finance Documents together with all costs, charges and
expenses incurred by the Finance Parties in connection with the
protection, preservation or enforcement of their respective
rights under the Finance Documents and includes (i) interest at
the rate charged by the Finance Parties pursuant to the Finance
Documents from the due date up to the date of actual payment,
calculated both before and after demand or judgment on a daily
basis and compounded according to agreement, and (ii) any
expenses the Finance Parties or a receiver reasonably incurs
(on a full indemnity basis) in connection with the Property or
in taking, perfecting, protecting, enforcing or exercising any
power under the legal charge (the "Secured Obligations")

Continuation page

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

MG01

Particulars of a mortgage or charge

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

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

Name The Royal Bank of Scotland plc (as "Security Agent")

Address 36 St Andrew Square

Edinburgh

Postcode E H 2 2 Y B

Name

Address

Postcode

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 See continuation sheet

MG01

Particulars of a mortgage or charge

7 Particulars as to commission, allowance or discount (if any)

Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his

- subscribing or agreeing to subscribe, whether absolutely or conditionally, or
- procuring or agreeing to procure subscriptions, whether absolute or conditional,

for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered

Commission, allowance or discount

None.

8 Delivery of instrument

You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860). If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 870).

We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 866). The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it. Where a body corporate gives the verification, an officer of that body must sign it. We will also accept a verified copy where section 867(2) applies (property situated in another part of UK).

9 Signature

Please sign the form here

Signature

Signature

X Shooomaths X

This form must be signed by a person with an interest in the registration of the charge

MG01

Particulars of a mortgage or charge



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 Mark Foden

Company name Shoosmiths

Address Apex Plaza

Forbury Road

Post town Reading

County/Region Berkshire

Postcode R G 1 1 S H

Country UK

DX DX117879 Reading (APEX PLAZA)

Telephone 03700 868800 (ref: MRF/203034 6)



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,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
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

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>1 CHARGE</p> <p>The Chargor, as a continuing security for the payment on demand of the Secured Obligations and with full title guarantee when they become due</p> <p>1 1 has charged to the Security Agent all legal interest in the Property, by way of legal mortgage</p> <p>1 2 to the extent not covered by clause 3 1 of the Legal Charge (as described at paragraph 1 1 above) gives to the Security Agent a fixed charge over any of the following property of the Chargor, whether owned now or in the future</p> <p>1 2 1 any other interest in the Property,</p> <p>1 2 2 all rents receivable from any lease granted of the Property,</p> <p>1 2 3 all the goodwill of the Chargor's business carried on at the Property,</p> <p>1 2 4 the proceeds of any insurance affecting the Property,</p> <p>1 2 5 all fixtures and fittings not forming part of the Property,</p> <p>1 2 6 all plant and machinery at the Property, including any associated warranties and maintenance contracts, and</p> <p>1 2 7 all furniture, furnishings, equipment, tools and other goods kept at the Property, that are not regularly disposed of in the ordinary course of business</p> <p>2 NEGATIVE PLEDGE</p> <p>The Chargor will not, without the Security Agent's consent permit or create any mortgage, charge or lien on the Property other than where permitted under the Finance Documents</p> <p>3 DEFINITIONS</p> <p>In this form MG01,</p> <p>"Property" means the property known as Winterbourne View, Old Gloucester Road, Hambrook, Bristol, BS16 1RS registered under Land Registry Title number GR280018,</p> <p>"Facilities Agreement" means a facilities agreement originally dated 9 February 2011 and entered into between, amongst others, (1) The Royal Bank of Scotland plc in its capacity as Security Agent, Agent and Arranger (2) National Westminster Bank plc as Original Lender (3) the Customer and the Chargor as Original Borrowers and Original Guarantors (as amended, restated, varied and/or supplemented from time to time, including on or about the date of the Legal Charge),</p> <p>"Finance Documents" has the meaning given to it in the Facilities Agreement, and</p> <p>"Finance Parties" has the meaning given to it in the Facilities Agreement</p>	



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

**COMPANY NO. 4678337
CHARGE NO. 7**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE DATED 2 APRIL
2012 AND CREATED BY GLENSIDE MANOR HEALTHCARE
SERVICES LIMITED FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY AND/OR GLENSIDE CARE
GROUP LIMITED TO THE FINANCE PARTIES ON ANY
ACCOUNT WHATSOEVER UNDER THE TERMS OF THE
AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING
THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1
PART 25 OF THE COMPANIES ACT 2006 ON THE 7 APRIL 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16 APRIL 2012



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

Dx