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## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

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

124574/39.

# 395

CHFP025

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this margin

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

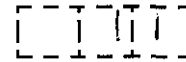
\*insert full name  
of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



5085790

Name of company

\* Cannon Capital Boss Limited ("the Company")

Date of creation of the charge

10 May 2005

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

Legal Charge

Amount secured by the mortgage or charge

All money liabilities and obligations due by the Company to BoS at any time whether:-

1. they arise before or after BoS has demanded that they are repaid or carried out;
2. they are owed or to be carried out immediately or only after a stated event has occurred; or
3. the Company owes or is to carry them out on its own or jointly with any other persons or as guarantor for any other person. ("the Secured Liabilities")

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

The Governor and Company of the Bank of Scotland (BoS), 2nd Floor, Citymark, 150  
Fountainbridge, Edinburgh

Postcode EH3 9PE

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

DLA Piper Rudnick Gray Cary UK LLP  
3 Noble Street  
London EC2V 7EE  
DX 33866 Finsbury Square

Ref: LJH/76406/120223

Time critical reference

For official Use (02/00)

Mortgage Section

Post room



A16  
COMPANIES HOUSE

0685  
20/05/05

The Company charges with full title guarantee:-

1. By way of legal mortgage the property known as Nayland Nursing Home, Bear Street, Nayland, Colchester, Essex CO6 4LA and Great Horkesley Manor, Nayland Road, Great Horkesley, Colchester, Essex CO6 4ET registered at H.M. Land Registry under Title Numbers SK190856, SK200198 and EX445283 respectively (the "Property");
2. By way of fixed charge all buildings and other structures on and items fixed to the Property;
3. By way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property;
4. By way of fixed charge all plant, machinery and other items affixed to and forming part of the Property on or at any time after the date of the legal charge;

See continuation sheet 1, page 4

Please do not write in this margin

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

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Particulars as to commission allowance or discount (note 3)

Nil

Signed A J Pire Date 18 May 2005

On behalf of XXXXXX [mortgagee/chargee] †

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

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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

† delete as appropriate

CHFP025

## Particulars of a mortgage or charge (continued)

Please do not  
write in this  
binding margin

Continuation sheet No 1  
to Form No 395 and 410 (Scot)

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

Company Number

5085790

Name of Company

Cannon Capital Boss Limited ("the Company")

~~XXXXXX~~

\* delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Amount due or owing on the mortgage or charge (continued)

Please do not  
write in this  
binding margin

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

Please do not  
write in this  
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

5. By way of assignment all rents and other sums at any time payable by any tenants or licencees of the Property together with the benefit of all rights and remedies of the Company relating to them to hold to BoS absolutely subject to redemption upon payment of the Secured Liabilities;
6. By way of fixed charge the proceeds of any claim made under any insurance policy relating to the Property;
7. By way of floating charge all unattached plant, machinery, chattels and goods now or at any time after the date of the legal charge on or in or used in connection with the Property or the business or undertaking conducted at the Property

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

**Sale or charge of the Property**

The Company shall not, without the prior written consent of BoS:

1. grant any conveyance, transfer or assignment of the Property or any part of it;
2. create or permit to exist any security in favour of any person other than BoS by way of a fixed or floating charge or lien over the Property or any part of it.

**Further assurance**

The Company shall take whatever steps and execute whatever documents BoS may require for:

1. the purpose of perfecting and giving effect to the Legal Charge; and
2. the purpose of facilitating the realisation of any part of the Property.

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05085790

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 10th MAY 2005 AND CREATED BY CANNON CAPITAL BOSS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 20th MAY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24th MAY 2005.

*po  
sc*



*Companies House*

— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES