

MG06

202516/13.

Particulars of a charge subject to which property has
been acquired

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 charge subject to
which property has been acquired

☐ **What this form is NOT**
You cannot use this form
submitting particulars of
subject to which property
acquired for a company
in Scotland To do this, use
form MG06s



A19 11/01/2013 #14

COMPANIES HOUSE

301

→ **Filling in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

1 Company details

Company number 0 5 2 7 4 9 2 4

Company name in full Total Care Alliance Limited (the "Company")

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

Date of the instrument (if any) 2 6 0 4 2 0 1 2

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

Description 1 A legal charge entered into between Herts Care Property Limited ("HCPL") and Clydesdale Bank Plc (trading as both Clydesdale Bank and Yorkshire Bank) (the "Bank") dated 26 April 2012 (the "Legal Charge")

1 Please give a description of the instrument, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge', etc. as the case may be

4 Date of acquisition of the property which is subject to the charge

3 1 1 2 2 0 1 2

5 Amount secured

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

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

Amount secured All present and future obligations and liabilities (including without limitation all sums of principal, interest and expenses) whether actual or contingent whether owed solely or jointly and whether as principal debtor, guarantor, cautioner, surety, indemnifier or otherwise (or the equivalent in any other relevant jurisdiction) of HCPL to the Bank, and in whatever manner and on any account (the "Secured Liabilities")

MG06

Particulars of a charge subject to which property has been acquired

6**Mortgagee(s) or person(s) entitled to the charge**

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

Clydesdale Bank Plc

Address

30 St Vincent Place, Glasgow

Postcode

G 1 2 H L

Name

Address

Postcode

Name

Address

Postcode

7**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

1 The Company as security for the due and punctual payment and performance of the Secured Liabilities and with full title guarantee charges to the Bank

(a) by way of legal mortgage the Property (with the intent that the security constituted under the Legal Charge shall extend to and include the Company's full title interest in the Property or in the proceeds of sale thereof), together with all buildings and fixtures (including trade and tenant's fixtures) which are at any time on or attached to the Property The Company is solely and beneficially interested in the Property;

(b) by way of assignment all rental and other money payable under any lease, licence or other interest created in respect of the Property,

(c) by way of fixed charge all plant, machinery and other items legally and beneficially owned by the Company, whether now or in the future,

(d) by way of fixed charge all rights and interest in and claims under all insurance contracts or policies now or in the future held and affecting the Property (including all money payable under them),

(e) by way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property,

(See continuation sheet)

MG06

Particulars of a charge subject to which property has been acquired

8

Delivery of instrument

A verified copy of the instrument must be delivered to the Registrar of Companies, with these particulars correctly completed, within 21 days after the date of completion of the acquisition of the property which is subject to the charge

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. 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 866)

9

Signature

Please sign the form here

Signature

Signature

X Towers & Hamlin LLP X

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

MG06

Particulars of a charge subject to which property has been acquired



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 Alison Chivers

Company name Trowers & Hamlins LLP

Address 3 Bunhill Row

Post town London

County/Region

Postcode E C 1 Y 8 Y Z

Country

DX 774 London/City

Telephone 020 7423 8000



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 a certified copy of the deed (if any) with this form
- ☐ You have entered the date the charge was created
- ☐ You have supplied the description of the instrument (if any)
- ☐ You have given the date of acquisition
- ☐ You have given details of the amount secured by the mortgagee or chargee
- ☐ You have given details of the 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

MG06 - continuation page

Particulars of a charge subject to which property has been acquired

5

Amount secured

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

Amount secured

(f) by way of fixed charge the entitlement of the Company (by virtue of an estate or interest in the Property) to any share or shares in any company connected with the Property when issued and all rights, benefits and advantages at any time arising in respect of the shares and the Company shall (if the Bank so requires) transfer such shares to the Bank or as the Bank shall direct and shall deposit certificates relating to the shares with Bank, and

(g) by way of floating charge all moveable plant, machinery, furniture, furnishings, tools, equipment and other goods now or at any time after the date of the Legal Charge placed on or in, or used in connection with the Property or the business or undertaking conducted at the Property

2 Negative Pledge

The Company shall not without the prior consent in writing of the Bank, create or allow to subsist any Encumbrance (other than a Permitted Encumbrance) In the event that the Company creates any Encumbrance in breach of this prohibition, the Legal Charge shall rank in priority to that Encumbrance

Definitions

"Encumbrance" means any mortgage, standard security, charge (whether fixed or floating), assignment, assignation, pledge, lien, encumbrance, hypothecation, security interest, title retention or other preferential right having the effect of creating security,

"Permitted Encumbrance" means

- (a) a fixed security in favour of the Bank,
- (b) any Encumbrance arising by operation of law, and
- (c) an Encumbrance consented to in writing by the Bank,

"Property" means any part of the following

- (a) Oakdene Farm, 422 Smeeth Road, Marshland, St James, Wisbech PE14 8EP (title number NK268426),
- (b) Sunnyside, 99A Chapnall Road, Walsoken, Wisbech PE13 3TU (title number NK155817), and
- (c) 49 Hoxton Road, Ellacombe, Torquay, Devon TQ1 1NY (title number DN76517)



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 5274924

CHARGE NO. 30

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LEGAL CHARGE FOR ALL MONIES
DUE OR TO BECOME DUE FROM HERTS CARE PROPERTY
LIMITED TO CLYDESDALE BANK PLC ON ANY ACCOUNT
WHATSOEVER SECURED ON THE PROPERTY ACQUIRED BY
TOTAL CARE ALLIANCE LIMITED ON THE 31 DECEMBER 2012
WAS REGISTERED PURSUANT TO CHAPTER 1 PART 25 OF THE
COMPANIES ACT 2006 ON THE 11 JANUARY 2013

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16 JANUARY
2013

DY



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**