

MG01

Particulars of a mortgage or charge

WEDNESDAY



PNPCSH7T

PC4

03/02/2010

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COMPANIES HOUSE

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 register particulars of a charge for a Scottish company. To do this, please use form MG01s.

For further information, please refer to our guidance at www.companieshouse.gov.uk

1 Company details

Company number 0 6 5 2 4 7 9 4

Company name in full Fox Healthcare Holdco 1 Limited

2 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 *

2 Date of creation of charge

Date of creation 2 6 0 1 2 0 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 Rent Deposit Deed made on 26 January 2010 ("the Deed") between (1) MP Spire Farnham GP Limited and MP Spire Farnham Nominee Limited ("the Landlord"); 2) Classic Hospitals Limited ("the Tenant") (3) Classic Hospitals Group Limited and Classic Hospitals Property Limited ("the Surety") (4) Spire Healthcare Group UK Limited ("the Acceding Guarantor") and (5) Fox Healthcare Holdco 1 Limited ("the Payer") in favour of the Landlord.

4 Amount secured

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

Amount secured (1) the rents and other sums due under the Lease dated 8 August 2005 (as set out in Schedule 1 part A of the Deed) that have not been paid by the Tenant when due;

(2) any loss of future rent suffered by the Landlord on the approval of a company voluntary arrangement;

(3) any loss, damage, costs and expenses reasonably and properly incurred by the Landlord due to any breach of the Tenant's covenants in the Lease;

Continued...

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

MG01 - continuation page

Particulars of a mortgage or charge

4

Amount secured

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

Amount secured

(4) any loss, damage, costs and expenses reasonably and properly incurred by the Landlord by the forfeiture or disclaimer of the Lease including:

(a) the rents and other sums that would have been payable under the Lease had it not been determined at the rates payable under the Lease immediately before its termination for the period from the date possession is obtained by the Landlord until either:

(i) the date the Property is relet; or

(ii) the date the Lease would have been determined by effluxion of time

whichever date is the earlier (subject always to the Landlord using all reasonable endeavours to relet the Property) ("the period");

(b) sums equal to all other outgoings assessed on the Property (including rates levied in respect of the Property while it is unoccupied) in respect of the period;

(c) all proper and reasonable costs and expenses:

(i) incurred in obtaining possession of the Property from the Tenant under the provisions of the Lease or a judgment for forfeiture and an order for possession of the Property;

(ii) incurred on any reletting or attempted reletting of the Property;

(d) all agent's fees and expenses reasonably and properly incurred in introducing or attempting to introduce a new tenant.

("the Liabilities")

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 ~~MP~~ Spire Farnham GP Limited

Address 10 Gloucester Place

London

Postcode W 1 U 8 E Z

Name ~~MP~~ Spire Farnham Nominee Limited

Address 10 Gloucester Place

Postcode W 1 U 8 E Z

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

The Payer assigns absolutely by way of fixed charge to the Landlord all its rights title and interest in and to the Deposit Account (as defined below), the Deposit (as defined below) and the amount from time to time standing to the credit of the Deposit Account as continuing security for the payment and discharge of the Secured Amounts (as defined below).

"Deposit" means the sum of £685,000;

"Deposit Account" means the account in the name of the Payer with National Westminster Bank Plc, Law Courts Branch, 217 Strand, London, WC2R 1AS (Sort code - 60-80-08) numbered 60653019 designated "Clare Park Deposit Account" and any other account that may from time to time be substituted therefor whether by way of transfer of monies redesignation renumbering or otherwise (including any sub-accounts);

"Secured Amounts" means such sum or sums as are required for the purpose of any Liabilities;

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: <ul style="list-style-type: none">- 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 866). 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 870). 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 X <i>Mishcom de Noya</i> X This form must be signed by a person with an interest in the registration of the charge. | |

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 Wakil Ahmed

Company name Mishcon De Reya

Address Summit House

12 Red Lion Square

London

Post town

County/Region

Postcode W C 1 R 4 Q D

Country

DX 37954 Kingsway

Telephone 0207 440 4700



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:

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



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 6524794
CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED 26
JANUARY 2010 AND CREATED BY FOX HEALTHCARE HOLDCO
1 LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO MP SPIRE BLACKPOOL GP
LIMITED AND MP SPIRE BLACKPOOL NOMINEE LIMITED
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 3 FEBRUARY 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5 FEBRUARY
2010

DP



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES