

MG01

Particulars of a mortgage or charge

019044/13

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 NOT for

You cannot use this form to register particulars of a charge for a company. To do this, please use form MG01s

FRIDAY



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03/02/2012

COMPANIES HOUSE

#303

1

Company details

Company number

6 6 2 2 2 3 1

Company name in full

McCarthy and Stone Retirement Lifestyles Limited ("the Chargor")

80

For official use

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

d 2 d 5 m 0 m 1 y 2 y 0 y 1 y 2

3

Description

Description

Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'

Standard Security

4

Amount secured

Amount secured

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

All present and future monies, debts and liabilities due, owing or incurred by the Chargor to -

(i) any Finance Party (as defined in the £539,500,000 facilities agreement dated 18 May 2009 between, among others, each Chargor, the Lenders named in that agreement, the Bank of New York Mellon, London Branch as Agent, Bank of Scotland plc as Issuing Bank and the Bank of New York Mellon, London Branch as Security Agent ("the Facilities Agreement")) under or in connection with any Finance Document (as defined in the Facilities Agreement), and

(ii) any Hedge Counterparty (as defined in the Facilities Agreement) under or in connection with any Hedge Agreement (as defined in the Facilities Agreement),

(in each case whether alone or jointly, or jointly and severally, with any other person, whether actually or contingently and whether as principal, surety or otherwise)

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

Name	The Bank of New York Mellon, London Branch
Address	1 Canada Square London
Postcode	E 1 4 5 A L
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

Short particulars

ALL and WHOLE the subjects at Baberton Golf Club, Baberton Avenue, Juniper Green, Edinburgh -- shown outlined in broken red lines on the Plan annexed and signed as relative to the Standard Security between McCarthy & Stone Retirement Lifestyles Limited and The Bank of New York Mellon, London Branch as Security Agents dated 18 January 2012 being the subjects currently undergoing registration in the Land Register of Scotland under Title Number MID138996

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

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

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



X

For Biggart Baillie LLP

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

Biggart Baillie LLP

Company name

AVM/LJP/200 2946

Address

Dalmore House

310 St Vincent Street

Glasgow

Post town

County/Region

Postcode

G

2

5

Q

R

Country

DX

DX GW 9, GLASGOW

Telephone

0141 228 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 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

MG09

Certificate of registration of a charge comprising property situated in another UK jurisdiction

☒ **What this form is for**

You may use this form to give notice
of a certificate of registration of a
charge comprising property situated
in another UK jurisdiction

☒ **What this form is not for**

You cannot use this
certificate of registra
for a company regist
in Scotland

1 Company details

Company number 6 6 2 2 2 3 1

Company name in full MCCARTHY & STONE RETIREMENT LIFESTYLES ("THE
CHARGOR")

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 charge presented

Date of, and parties to,
the charge

It is hereby certified that the charge ①

STANDARD SECURITY GRANTED BY MCCARTHY & STONE RETIREMENT
LIFESTYLES LIMITED IN FAVOUR OF THE BANK OF NEW YORK MELLON,
LONDON BRANCH AS SECURITY AGENT DATED 18 JANUARY 2012

was presented for registration on

^d 2 ^d 5 ^m 0 ^m 1 ^y 2 ^y 0 ^y 1 ^y 2

Jurisdiction

in ②

- ☒ Scotland
☐ England and Wales
☐ Northern Ireland

① As described on form MG01
'Particulars of a mortgage
or charge'

② Please tick as appropriate

3 Signature

Please sign the form here

Signature

Signature

☒ 

For Biggart Baillie LLP

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

MG09

Certificate of registration of a charge comprising property situated in another UK jurisdiction



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. The contact information you give will be visible to searchers of the public record.

Contact name

AVM/LJP/200 2946

Company name

BIGGART BAILLIE LLP

Address

DALMORE HOUSE

310 ST VINCENT STREET

GLASGOW

Post town

County/Region

Postcode

G 2 5 Q R

Country

DX

DX GW 9, GLASGOW

Telephone

0141 228 8000



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 shown the date of, and parties to, the charge in Section 2
- ☐ You have declared where the charge was presented for registration
- ☐ You have enclosed the form MG01 and a verified copy of the deed
- ☐ You have signed the form



Important information

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



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



FILE COPY

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

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

COMPANY NO. 6622231

CHARGE NO. 80

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A STANDARD SECURITY EXECUTED
ON 18 JANUARY 2012 WHICH WAS PRESENTED FOR
REGISTRATION IN SCOTLAND ON 25 JANUARY 2012 AND
CREATED BY MCCARTHY & STONE RETIREMENT LIFESTYLES
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO THE ANY FINANCE PARTY AND
ANY HEDGE COUNTERPARTY 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 3 FEBRUARY 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9 FEBRUARY
2012



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES