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CHFP025

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legibly, preferably
in black type, or
bold block lettering

*insert full name
of Company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

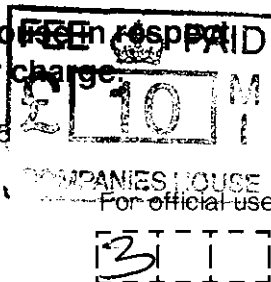
150730/20

395

A fee of £10 is payable to Companies House in respect
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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



Company number

FC022328

Name of company

* INHEALTH GROUP S.A. ("COMPANY")

Date of creation of the charge

12 MAY 2003

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

2 LEGAL CHARGE ("LEGAL CHARGE")

Amount secured by the mortgage or charge

All sums of money owed and all liabilities or obligations to be carried
out to The Governor and Company of the Bank of Scotland ("Bank") at any
time and from time to time by the Company whether:

1. they arise before or after the Bank 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;
3. the Company owes or is to carry them out on its own or jointly with
any other persons;

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

G THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ACTING THROUGH ITS
OFFICE AT LEVEL 8, 123 ST VINCENT STREET, GLASGOW

Postcode G2 5EA

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

DLA
India Buildings
Water Street
Liverpool
L2 0NH

INHEAL1 RC/PMC

Time critical reference

For official Use
Mortgage Section

Post room

m



A08
COMPANIES HOUSE

0553
22/05/03

Short particulars of all the property mortgaged or charged

1. By way of legal mortgage all that freehold property registered at HM Land Registry with Title No. BM14836 and shortly known as Beechwood Hall, Kingsmead, High Wycombe, Buckinghamshire HP11 1JL ("Property")
2. By way of fixed charge all buildings and other structures on, and items affixed 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;
5. By way of assignment all rents, profits, income, fees and other sums at any time payable by any lessees, underlessees, tenants or licensees of the Property to the Company pursuant to the terms of any agreements for lease, leases, underleases, tenancies or licences to which all or any part of the Property is subject but not any sums payable in respect of services provided to such lessees, underlessees, tenants or licensees or payable in respect

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T
95.

Particulars as to commission allowance or discount (note 3)

NIL

Signed

PLA

Date

21 May 2003

On behalf of ~~company~~ [mortgagee/chargee] †

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

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binding margin

**Particulars of a mortgage or charge
(continued)**

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

CHFP025

Please complete
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bold block lettering

Company Number

FC022328

Name of Company

INHEALTH GROUP S.A. ("COMPANY")

Limited*

* delete if
inappropriate

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

4. the Company owes or is to carry them out on its own account or as guarantor for other persons;
together with interest upon them and expenses relating to them ("Debt").

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

Please complete
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of services provided to such lessees, underlessees, tenants or licensees or payable in respect of insurance premiums or reasonable professional fees or expenses together with the benefit of all rights and remedies of the Company relating to them to hold to the Bank absolutely subject to redemption upon repayment of the Debt;

6. By way of fixed charge the proceeds of any claim made under any insurance policy relating to any of the property charged under the Legal Charge; and

7. By way of floating charge all unattached plant, machinery, chattels and goods now and 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
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FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. FC022328

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 12th MAY 2003 AND CREATED BY INHEALTH GROUP S.A. FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd MAY 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27th MAY 2003.

Page



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —