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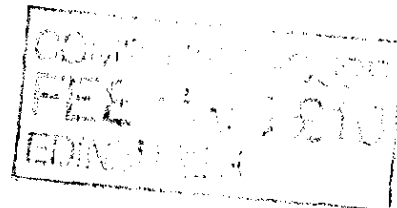
COMPANIES FORM No. 466(Scot)

# 466

## Particulars of an instrument of alteration to a floating charge created by a company registered in Scotland

Pursuant to section 410 and 466 of the Companies Act 1985

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write in  
this margin



To the Registrar of Companies  
(Address overleaf - Note 5)

For official use

Company number

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

1

SC196089

Name of company

\* insert full name  
of company

\* Bonnymuir Limited

Date of creation of the charge (note 1)

17th June 1999

Description of the instrument creating or evidencing the charge or of any ancillary document which has been altered (note 1)

Floating Charge

Names of the persons entitled to the charge

Governor & Company of the Bank of Scotland  
The Mound  
Edinburgh

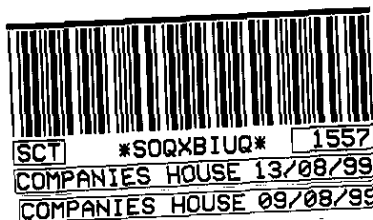
Short particulars of all the property charged

All Assets of the Company

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

Messrs Stronachs  
Inverness  
DX IN57  
Ref: SMK

For  
Cha



Names, and addresses of the persons who have executed the instrument of alteration (note 2)

See Paper Apart

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

Date(s) of execution of the instrument of alteration

1. 17th June 1999

2. 28th July 1999

A statement of the provisions, if any, imposed by the instrument of alteration prohibiting or restricting the creation by the company of any fixed security or any other floating charge having, priority over, or ranking pari passu with the floating charge

None

Short particulars of any property released from the floating charge

None

The amount, if any, by which the amount secured by the floating charge has been increased

Non Applicable

A statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

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bold block lettering*

See Paper Apart

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

On behalf of [company] [chargee]t

† delete as appropriate

1. A description of the instrument e.g. "Instrument of Charge" "Debenture" etc as the case may be, should be given. For the date of creation of a charge see section 410(5) of the Companies Act.

**3. A certified copy of the instrument of alteration, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of execution of that instrument.**

**4. A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.**

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**Paper Apart referred to in the form M466, 'Particulars of an instrument of alteration to a floating charge created by a company registered in Scotland', [3 pages]**

**Names and addresses of the persons who have executed the instrument of alteration;**

1. **The Governor & Company of the Bank of Scotland**, The Mound, Edinburgh;
2. **Bonnymuir Limited**, 35 Albert Street, Aberdeen, AB25 1XU;
3. **Healthcare Scotland Limited**, 35 Albert Street, Aberdeen, AB25 1XU;
4. **Albyn Hospital Limited**, 21-24 Albyn Place, Aberdeen, AB10 1RW;
5. **Fernbrae Hospital Limited**, 329 Perth Road, Dundee, DD2 1LJ;
6. **UK Private Healthcare Limited**, 35 Albert Street, Aberdeen, AB25 1XU;
7. **ABTRUST Scotland Investment Company plc**, 10 Queens Terrace, Aberdeen, AB1 1XL.

**A statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges.**

'(1) The parties consent to the grant by the Companies (as hereinafter defined) of the Securities.

(2) The Securities shall rank in the following order of priority:-

(FIRST) The Bank's Securities (as hereinafter defined) in respect of all sums secured thereby including, without prejudice to that generality, all sums of principal, interest and charges and all costs, expenses and outlays,

(SECOND) pari passu the Trustees Securities (as hereinafter defined) in respect of all sums secured thereby including, without prejudice to that generality, all sums of principal, interest and charges and all costs, expenses and outlays and that notwithstanding the dates on which the Securities as aforesaid are granted or recorded in the General Register of Sasines or registered with the Companies Charges Register and the terms of any instruments or alteration dated on or prior to this Agreement affecting any of the Securities.'

[For the purposes of the above, and as defined in the Ranking Agreement, the following terms shall mean:-

**'Bank's Securities'** - shall mean and include

- (a) Standard Security by Albyn Hospital Limited (as designed above) in favour of The Governor and Company of the Bank of Scotland (the "Bank") over ALL and WHOLE the property known as St. John's Private Hospital complex 21 - 24 Albyn Place, Aberdeen dated 28<sup>th</sup> August 1995;
- (b) Floating Charge by Albyn Hospital Limited in favour of the Bank over all the assets of the Company created 22<sup>nd</sup> August 1995;
- (c) Standard Security by Fernbrae Hospital Limited (as designed above) in favour of the Bank over ALL and WHOLE the property known as and forming Fernbrae Private Clinic, 329 Perth Road, Dundee dated 24<sup>th</sup> August 1995;
- (d) Floating Charge by Fernbrae Hospital limited in favour of the Bank over all the assets of the Company created 22<sup>nd</sup> August 1995;
- (e) Floating Charge by Bonnymuir Limited (as designed above) in favour of the Bank over all the assets of the Company created 17<sup>th</sup> June 1999;
- (f) Floating Charge by Healthcare Scotland Limited (as designed above) in favour of the Bank over all assets of the Company created 22<sup>nd</sup> August 1995; and
- (g) Floating Charge by UK Private Healthcare Limited (as designed above) in favour of the Bank over all the assets of the Company created 24<sup>th</sup> September 1996.

**'Trustees'** - shall mean ABTRUST Scotland Investment Company plc (as designed above);

**'Trustees Securities'** shall mean and include;

- (a) Standard Security by Albyn Hospital Limited in favour of the Trustees over ALL and WHOLE the property known as St. John's Private Hospital complex 21 - 24 Albyn Place, Aberdeen;
- (b) Floating Charge by Albyn Hospital Limited in favour of the Trustees over all the assets of the Company;
- (c) Standard Security by Fernbrae Hospital Limited in favour of the Trustees over ALL and WHOLE the property known as and forming Fernbrae Private Clinic, 329 Perth Road, Dundee;
- (d) Floating Charge by Fernbrae Hospital limited in favour of the Trustees over all the assets of the Company;

- (e) Floating Charge by Bonnymuir Limited (as designed above) in favour of the Trustees over all the assets of the Company;
- (f) Floating Charge by Healthcare Scotland Limited in favour of the Trustees over all assets of the Company; and
- (g) Floating Charge by UK Private Healthcare Limited in favour of the Trustees over all the assets of the Company.]

# FILE COPY



## **CERTIFICATE OF THE REGISTRATION OF AN ALTERATION TO A FLOATING CHARGE**

Company number 196089

I hereby certify that particulars of an instrument of alteration dated  
28 JULY 1999

were delivered pursuant to section 410 of the Companies Act, 1985,  
on 13 AUGUST 1999.

The instrument relates to a charge created on 17 JUNE 1999

by BONNYMUIR LIMITED

in favour of

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

for securing ALL SUMS DUE, OR TO BECOME DUE

Given at Companies House, Edinburgh  
16 AUGUST 1999

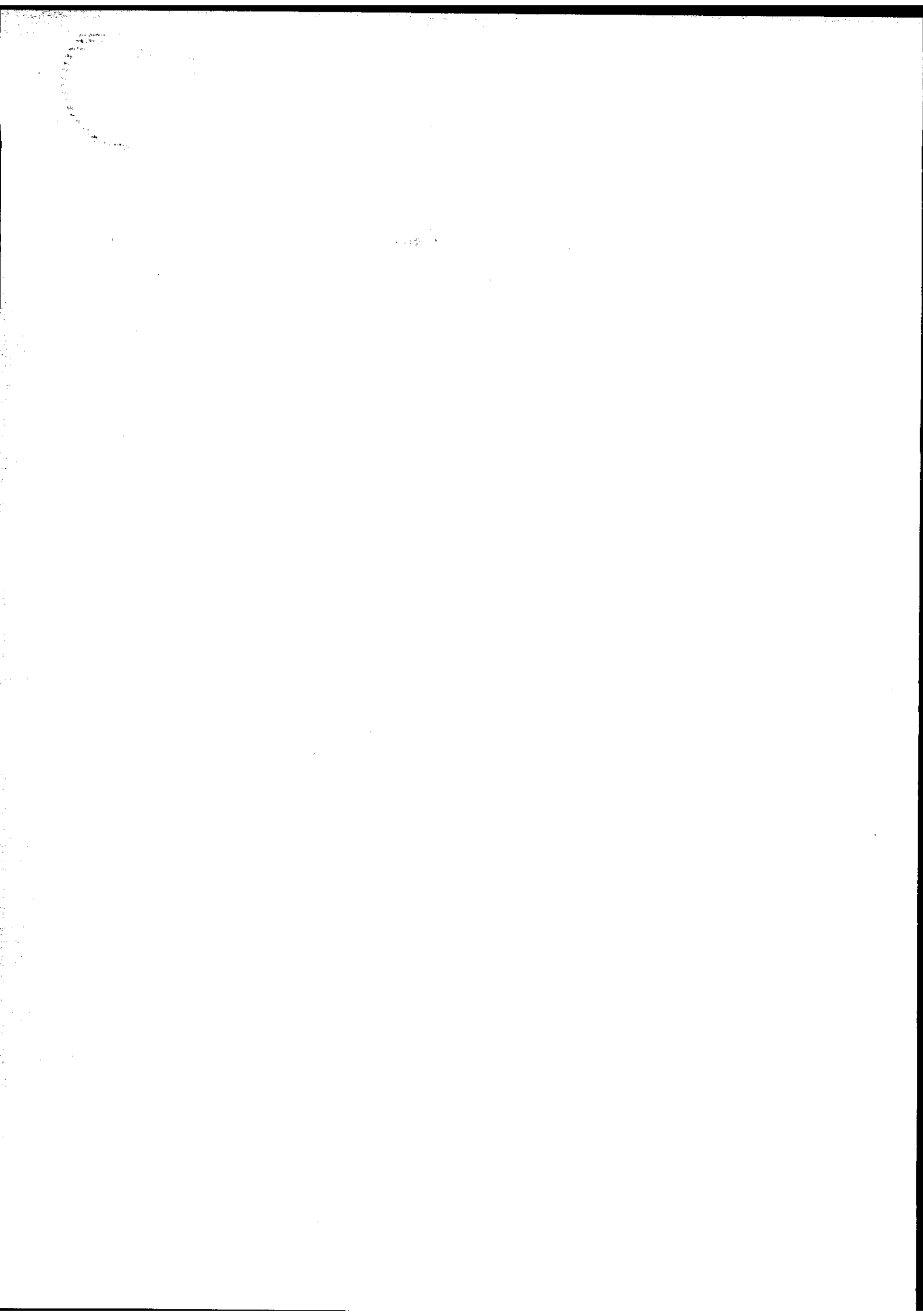


C O M P A N I E S   H O U S E



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES





N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

# REGISTER of Charges, Alterations to Charges,

COMPANY: SC196089 CHARGE: 1

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge  £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
22/06/1999		17/ 6/99 FLOATING CHARGE		ALL SUMS DUE, OR TO BECOME DUE	THE WHOLE ASSETS OF THE COMPANY	THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

# Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC196089 CHARGE: 1

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement of the provisions if any regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
				Name	Date of Appointment	Date of Ceasing to act

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC196089 CHARGE: 1

Instruments of Alteration to a Floating Charge					
(13) Date of Execution	(14) Names of the persons who have executed the instrument	(15) The provisions, if any, prohibiting or restricting the creation by the Company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with, the floating charge.	(16) The provisions, if any, varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges.	(17) Short particulars of any property released from the floating charge	(18) The amount, if any, by which the amount secured by the floating charge has been increased.  £
	ALBYN HOSPITAL LIMITED AND OTHERS HEALTHCARE SCOTLAND LIMITED BONNYMUIR LIMITED THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND				