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COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

COMPANIES HOUSE

410

A fee of £13 is payable to Companies House in respect
of each register entry for a mortgage or charge

EDINBURGH

CHFP021

Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1985

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

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

For official use

Company number

☐ ☐ ☒

SC232927

Name of company

*Southfield House Care Services Limited (the 'Company')

* insert full name
of company

Date of creation of the charge (note 1)

28 September 2006

Description of the instrument (if any) creating or evidencing the charge (note 1)

Standard Security

Amount secured by the charge

all obligations owing to the Finance Parties (defined as 'The Royal Bank of Scotland plc as Agent, The Royal Bank of Scotland plc as Arranger, The Royal Bank of Scotland plc as Security Trustee, The Royal Bank of Scotland as Issuing Bank, and The Royal Bank of Scotland plc as Overdraft Bank) by the Company, Swanton Care & Community Limited, Andrew Frederick Care Homes Limited or any other member of the group, pursuant to the Finance Documents (defined as the Subordination Deed dated on or about the date of the Facility Agreement between Swanton Holdings (Jersey) Limited, Grove Limited, The Royal Bank of Scotland plc as Agent, and the Charging Group Companies being Swanton Care & Community Limited, Swanton (Jersey) Limited, Andrew Frederick Care Homes Limited and Southfield House Care Services Limited, any Fee Letter, any Hedging Agreement, any Transfer Certificate, any Overdraft Document, any Security Document, the Facility Agreement dated 12 September 2006 between Swanton Care & Community Limited, the Original Guarantors (as defined therein), The Royal Bank of Scotland plc as Agent, The Royal Bank of Scotland plc as Security Trustee, The Royal Bank of Scotland plc as Issuing Bank and The Royal Bank of Scotland as Overdraft Bank, or any other document given to any Finance Part by any member of the Group pursuant to the Finance Documents) including this Standard Security, whether present or future, actual or contingent (and whether incurred solely or jointly, and whether as principal or surety or in some other capacity), and including any liability in respect of any further advances made under any of the Finance Documents.

Names and addresses of the persons entitled to the charge

The Royal Bank of Scotland plc as trustee for the Finance Parties as defined above

280 Bishopsgate
London

EC2M 4RB

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

Anderson Strathern
1 Rutland Court
Edinburgh
EH3 8EY

For official use (06/2005)
Charges Section

Post room

SC232927
28/09/2006

Short particulars of all the property charged.

Please do not
write in
this margin

Southfield House, Slamannan, Falkirk, FK1 3BB

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

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

Particulars as to commission, allowance or discount paid (see section 413(3))

Signed A St Date 28/09/06

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

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to Companies
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a mortgage or
charge.
(See Note 5)

† delete as
appropriate

Notes

1. A description of the instrument e.g. 'Standard Security' 'Floating Charge' etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples - date of signing of an Instrument of Charge; date of recording / registration of a Standard Security; date of intimation of an Assignment)

2. In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and / or (2) 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 which is the subject of the floating charge or any part of it.

3. A certified copy of the instrument, if any, creating or evidencing the charge, 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 the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered.

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.

5. A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders are to be made payable to Companies House.

6. The address of the Registrar of Companies is: Companies House, 37 Castle Terrace, Edinburgh EH12EB
DX 235 Edinburgh 1 or LP - 4 Edinburgh 2

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 232927

I hereby certify that a charge created by

SOUTHFIELD HOUSE CARE SERVICES LTD.

on 28 SEPTEMBER 2006

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of THE ROYAL BANK OF SCOTLAND plc

was delivered pursuant to section 410 of the Companies Act, 1985,
on 29 SEPTEMBER 2006 given at Companies House, Edinburgh
2 OCTOBER 2006



C O M P A N I E S H O U S E



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