

MG01s

Particulars of a charge created by a company registered in Scotland

COMPANIES HOUSE
PAID
DIN 17-01-11

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 charge created by a
Scottish company.



What this form is NOT for

You cannot use this form to re-
gister particulars of a mortgage or charge
created by a company in England
and Wales or Northern Ireland. If
this, please use form MG01.

MONDAY



SCT

"SOOHKSQY"

19/12/2011

COMPANIES HOUSE

#562

1

Company details

Company number

S C 2 7 5 4 2 0

Company name in full

STOBHILL HEALTHCARE FACILITIES LIMITED

(the Assignor)

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

1 2 1 2 2 0 1 1

3

Description

Please give a description of the instrument (if any) creating or evidencing the
charge e.g. 'Standard security', 'Floating charge' etc.

Description

A supplemental assignation in security dated 1 December 2011 and
intimated on 12 December 2011 (the **Supplemental Assignation in Security**).

4

Amount secured

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

Amount secured

All present and future obligations and liabilities
of the Assignor to the Security Trustee and the
Finance Parties (or any of them) under the
Supplemental Assignation in Security and under the
Agreement and any Finance Document and/or any deed
or document supplemental thereto, whether actual,
contingent, sole, joint and/or several or otherwise
including, without prejudice to the foregoing
generality, all obligations to indemnify the
Security Trustee and the Finance Parties (or any of
them) (the **Secured Liabilities**).

(Please see section 6 of this Form MG01s for
definitions)

Continuation page

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

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5 Mortgagee(s) or person(s) entitled to the charge

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	DEXIA MANAGEMENT SERVICES LIMITED
Address	as Security Trustee (for itself and as security trustee for the Banks) (the Security Trustee)
Postcode	
Name	
Address	200 Aldersgate Street, 13th Floor
	London
Postcode	E C 1 A 4 H D

6 Short particulars of all the property charged

Please give the short particulars of the property charged.

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

Short particulars

In security of the due and punctual payment and performance by the Assignor of the Secured Liabilities, the Assignor assigns to the Security Trustee for itself and as security trustee for the Finance Parties its whole right, title, interest and benefit in and to the Contracts, as the same are from time to time entered into and as from time to time varied, extended or replaced, with the full benefit of all negotiable or non-negotiable instruments, guarantees, indemnities, debentures, mortgages, charges, liens, collateral warranties and other security in respect of the same including but not limited to all claims for damages or other remedies in respect of any breach thereof, reservation of proprietary rights, right of tracing, rights in the nature of security and all other rights and remedies of whatsoever nature now or hereafter held by the Assignor in respect of all or any of the foregoing and all moneys from time to time becoming due or owing thereunder or in connection therewith but so that the Security Trustee shall not in any circumstances incur any liability whatsoever in respect of any of the foregoing.

Note

The Assignor undertakes that it shall not during the Security Period create, incur, assume or permit to subsist any security on all or any part of the Assigned Rights save for:

- (i) any security arising under or pursuant to or expressly permitted by the terms of any Finance Document; or
- (ii) any security created with the prior written consent of the Security Trustee.

Definitions

Agreement means the facility agreement dated 11 and 13 July 2005 and amended and restated by agreement among the same parties dated 30 March and 5 April 2007 between the Assignor as Borrower, Stobhill Healthcare Facilities (Holdings) Limited as Parent, the Banks, Dexia Crédit Local, London Branch, as Agent, Arranger, Hedging Counterparty and Bank (as therein defined);

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6

Short particulars of all the property charged

Please give the short particulars of the property charged.

Short particulars

Assigned Rights means the assets and rights assigned or to be assigned in security by or pursuant to the Supplemental Assignment in Security;

Security Period means the period beginning on the date of the Supplemental Assignment in Security and ending on the date upon which all the Secured Liabilities (actual or contingent) which have arisen or which may arise have been irrevocably paid and discharged or the security created by the Supplemental Assignment in Security has been finally released and discharged;

Banks has the meaning given to that term in the Agreement;

Contracts means the Contracts of the Assignor, particulars of which are set out in Part 1 of the Schedule;

Finance Document has the meaning given to that term in the Agreement; and

Finance Parties has the meaning given to that term in the Agreement.

Part 1 of the Schedule

Parties	Contract Title	Date
Stobhill Healthcare Facilities Limited, Parsons Brinckerhoff Limited and Balfour Beatty Workplace Limited	Novation Agreement	1 December 2011
Stobhill Healthcare Facilities Limited, and Balfour Beatty Workplace Limited	Novated Services Agreement	1 December 2011
Stobhill Healthcare Facilities Limited, and Balfour Beatty Plc	Parent Company Guarantee	1 December 2011
Stobhill Healthcare Facilities Limited, Greater Glasgow Health Board and Balfour Beatty Workplace Limited	Service Provider's Warranty	1 December 2011
Stobhill Healthcare Facilities Limited, Balfour Beatty Workplace Limited, Balfour Beatty Plc, Dexia Management Services Limited, and Dexia Crédit Local	Service Provider's Direct Agreement	1 December 2011
Stobhill Healthcare Facilities Limited and BNP Paribas Fortis SA/NV London Branch	Letter of Credit	1 December 2011

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

¹ 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.

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7 Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision ⓘ

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.

Continuation page

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8 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

9 Delivery of instrument

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 (UK), comprising property situated outside the UK, 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 UK. Certified copies of any other documents relevant to the charge should also be delivered.

10 Signature ⁽¹⁾

Please sign the form here.

Signature

Signature

X *Dundas & Wilson LLP* X

⁽¹⁾ Signature

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

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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
BK/HUC/CLF001.0015

Company name
Dundas & Wilson LLP

Address
Northwest Wing

Bush House

Aldwych

Post town
London

County/Region

Postcode
W C 2 B 4 E Z

Country

DX

Telephone
020 7240 2401



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 a certified copy of the deed (if any) 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 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 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 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



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 275420
CHARGE NO. 4

I HEREBY CERTIFY THAT A CHARGE CREATED BY STOBHILL
HEALTHCARE FACILITIES LIMITED

ON 12 DECEMBER 2011

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF DEXIA MANAGEMENT SERVICES LIMITED

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 19 DECEMBER 2011

GIVEN AT COMPANIES HOUSE, EDINBURGH 20 DECEMBER
2011



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES