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CHFP041

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

* Insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

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

395

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

For official use Company number

2

05722915

Name of company

* NR & VGP CAREHOMES LIMITED

Date of creation of the charge

21 December 2006

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

Legal Charge

Amount secured by the mortgage or charge

All monies and discharge all obligations and liabilities whether actual or contingent now or hereafter due, owing or incurred to the Bank of Ireland by the Company in whatever currency denominated whether on any banking or other account or otherwise in any manner whatsoever (whether alone or jointly and in whatever style, name or form and whether as principle or surety) including, without limitation, all liabilities in connection with foreign exchange, transactions, accepting, endorsing or discounting any notes or bills, or under bonds, guarantees, indemnities, documentary or other credits or any instruments whatsoever from time to time entered into by the Bank of Ireland for or at the request of the Company and all amounts which may become payable or for which the Company may become liable under this Legal Charge and together with interest to date of payment as hereinafter provided, commission, fees and other charges and all Legal Charges and all legal and other costs, charges and expenses incurred by the Bank of Ireland or any receiver in relation to the Company or the Companies Property (as defined in this legal Charge) on a full indemnity basis and also all losses and damages that may be sustained, suffered or incurred by the Bank of Ireland arising out of or in connection with any act, matter or thing done or omitted to be done by the Company under this Legal Charge or any document, arrangement or agreement between the Company and the Bank of Ireland or any disclaimer of any of the Companies contracts, agreements or arrangements or any of the Companies liabilities or obligations to the Bank of Ireland, and also interest on the foregoing to date of payment.

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

Bank of Ireland, 36 Queen Street, London

The Governor and Company of the

Postcode EH4R 1HJ

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

Metcalfes
46-48 Queen Square
Bristol
BS1 4LY

DX 7835 Bristol 1

Time critical reference

For official use
Mortgage section

Post room



AQDSTLL4

A05

23/12/2006

354

COMPANIES HOUSE

SATURDAY

Short particulars of all the property mortgaged or charged

The Company charge and mortgages with full title guarantee as a continuing surety with the payment to the Bank of Ireland of all monies hereby to be paid and with the discharge of all obligations and liabilities thereafter mentioned:-

- Firstly All the freehold or leasehold property known as Fleetwood Nursing Home, Grange Road, Fleetwood, FY7 8BH and all buildings, structures, fixtures (including trade fixtures) and fixed plant, machinery and equipment from time to time there
- Secondly All right, title and interest of the Company to and in any proceeds of any present or future insurances of the property firstly described.
- Thirdly (unless otherwise specifically agreed by the Bank in writing), any present and future goodwill attaching to the property firstly described by reason of the carrying on thereof of the business (if any) of the Company or a predecessor of the Company in that business
- Fourthly All movable plant machinery implements utensils furniture and equipment now or from time to time on or used in or about the Mortgaged Property set out in the Legal Charge

Please do not write in this margin

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

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

Particulars as to commission allowance or discount (note 3)

nil

Signed

Date 22/12/006

On behalf of ~~company~~ (mortgagee/chargee)*

*Delete as appropriate

Notes.

- 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 situated in Scotland or Northern Ireland) and Form No. 398 is submitted.
- A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
- 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;
 - subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - 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.
- If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- Cheques and Postal Orders are to be made payable to **Companies House**.
- The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 05722915

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 22nd DECEMBER 2006 AND CREATED BY NR & VGP CAREHOMES LTD FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd DECEMBER 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4th JANUARY 2007.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES