

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

M

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

CHFP025

Please do not write in this margin

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

*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[[142]]

03679340

Name of company

* Highfield Home Properties Limited

Date of creation of the charge

21 April 2005

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

Supplemental Debenture

Amount secured by the mortgage or charge

All monies obligations and liabilities whatsoever whether for principal interest rent or otherwise in whatever currency which may now or at any time in the future be due owing or incurred by the Company to NHP Securities No. 10 Limited whether present or future actual or contingent and whether alone severally or jointly as principal guarantor surety or otherwise and in whatever name or style (the "Secured Liabilities").

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

NHP Securities No.10 Limited (a company incorporated under the laws of Jersey with registered number 74952) of 47 Esplanade, St Helier, Jersey

Postcode JE1 0BD

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

Eversheds LLP
Holland Court
The Close
Norwich
NR1 4DX

CORP/DAYA/Brooklands

Time critical reference

For official Use (02/00)
Mortgage Section

Noted

PMO *PJ6E488J* 0155
 COMPANIES HOUSE 6 15105
 A14 *A5QH0590* 0245
 COMPANIES HOUSE 14/05/05
 A39 *A1HH151G* 0526
 COMPANIES HOUSE 06/05/05

Short particulars of all the property mortgaged or charged

The Company as continuing security for the payment and discharge of the Secured Liabilities charges with full title guarantee in favour of NHP Securities No.10 Limited:

by way of first legal mortgage:

1. all the freehold, leasehold or immovable property comprising of the land adjoining Brooklands Nursing and Residential Home, Springfield Road, Springfield Park, Grimsby, North East Lincolnshire, DN33 3LE, and any other freehold leasehold or immovable property now or at any time vested in or held by or on behalf of the Chargor together with in all cases all buildings, structures, fixtures and fittings (including trade fixtures and fittings but excluding landlord's fixtures) and fixed plant and machinery and all related spare parts, fuels, equipment and tools from time to time therein or thereon subject to and with the benefit of any lease, tenancy, agreement, licence, right, covenant, condition or encumbrance affecting the same at the date hereof as disclosed in Part B of the Schedule to the Supplemental Debenture dated 21 April 2005.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

Signed EVERSHEDS LLP

Date 4 May 2005

On behalf of ~~XXXXXX~~ [mortgagee/chargee] † EVERSHEDES LLP

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

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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

† delete as appropriate

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

CHFP025

Please do not
write in this
binding margin

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

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

Company Number

03679340

Name of Company

Highfield Home Properties Limited

Limited*

* delete if
inappropriate

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

[Empty box for description of the instrument]

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

--

Please do not
write in this
binding margin

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

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

--

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

[Empty rectangular area for providing short particulars of all the property mortgaged or charged.]

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

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

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

Company Number

03679340

Name of Company

Highfield Home Properties Limited

Limited*

* delete if
inappropriate

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

Amount due or owing on the mortgage or charge (continued)

Please do not
write in this
binding margin

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

Please do not
write in this
binding margin

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

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

--

Short particulars of all the property mortgaged or charged (continued)

Please do not
write in this
binding margin

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

[Empty rectangular box for providing short particulars of all the property mortgaged or charged.]

CHFP025

Particulars of a mortgage or charge (continued)

Please do not
write in this
binding margin

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

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

Company Number

03679340

Name of Company

Highfield Home Properties Limited

Limited*

* delete if
inappropriate

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

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

Please do not
write in this
binding margin

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

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

--

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

[Empty rectangular box for property particulars]

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

CHFP025

Please do not
write in this
binding margin

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

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

Company Number

03679340

Name of Company

Highfield Home Properties Limited

Limited*

* delete if
inappropriate

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

[Empty box for description of the instrument]

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

Please do not
write in this
binding margin

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

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

--

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

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 03679340

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A SUPPLEMENTAL DEBENTURE DATED THE 21st APRIL 2005 AND CREATED BY HIGHFIELD HOME PROPERTIES LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NHP SECURITIES NO 10 LIMITED ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 6th MAY 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19th MAY 2005.

CRH
P.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —