

# MR01

## Particulars of a charge

00804579

A fee is payable with this form  
Please see 'How to pay' on the  
last page

You can use the WebFiling service to file this form online.  
Please go to [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

☒ **What this form is for**  
You may use this form to register  
a charge created or evidenced by  
an instrument

☐ **What this form is NOT for**  
You may not use this form to  
register a charge created or evidenced by  
an instrument. Use form MR02

For further information, please



ik

This form must be delivered to the Registrar for registration  
21 days beginning with the day after the date of creation of the charge.  
If the form is delivered outside of the 21 days it will be rejected unless a  
court order extending the time for delivery is obtained.

FRIDAY

LD6

\*L48EJAF7\*

29/05/2015

#1

COMPANIES HOUSE

☒ You must enclose a certified copy of the instrument with this form. This will be  
scanned and placed on the public record. **Do not send the original!**

### 1 Company details

Company number 05783490

Company name in full GHG 15 (Highfield Hospital) Limited

10 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 Charge creation date

Charge creation date 28/05/2015

### 3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees  
entitled to the charge

Name Capita Asset Services (London) Limited as security trustee for each of the  
Finance Parties as defined in the accompanying copy instrument

Name

Name

Name

If there are more than four names, please supply any four of these names then  
tick the statement below

☐ I confirm that there are more than four persons, security agents or  
trustees entitled to the charge

MR01

Particulars of a charge

4

**Brief description**

Please give a short description of any land, ship, aircraft or intellectual property registered or required to be registered in the UK subject to a charge (which is not a floating charge) or fixed security included in the instrument

Brief description

The property specified in the schedule of the accompanying copy instrument being Highfield Hospital, Manchester Road, Rochdale, Lancashire, OL11 4LZ (Title Numbers GM525579, GM99573, GM569853, LA98872, LA191221, LA88900, LA103527, GM857959)

Please submit only a short description. If there are a number of plots of land, aircraft and/or ships, you should simply describe some of them in the text field and add a statement along the lines of, "for more details please refer to the instrument"

Please limit the description to the available space

5

**Other charge or fixed security**

Does the instrument include a charge (which is not a floating charge) or fixed security over any tangible or intangible or (in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box

- ☐ Yes  
☒ No

6

**Floating charge**

Is the instrument expressed to contain a floating charge? Please tick the appropriate box

- ☐ Yes Continue  
☒ No Go to **Section 7**

Is the floating charge expressed to cover all the property and undertaking of the company?

- ☐ Yes

7

**Negative Pledge**

Do any of the terms of the charge prohibit or restrict the company from creating further security that will rank equally with or ahead of the charge? Please tick the appropriate box

- ☒ Yes  
☐ No

8

**Trustee statement<sup>1</sup>**

You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge

☐

<sup>1</sup> This statement may be filed after the registration of the charge (use form MR06)

9

**Signature**

Please sign the form here

Signature

Signature

X Paul Hartings (Europe) LLP X

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

## MR01

### Particulars of a charge



#### 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. The contact information you give will be visible to searchers of the public record.

Contact name Sarah Razza

Company name Paul Hastings (Europe) LLP

Address Ten Bishops Square

Eighth Floor

Post town London

County/Region

Postcode E 1 6 E G

Country United Kingdom

DX

Telephone 0203 023 5100



#### 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 instrument with this form
- ☐ You have entered the date on which the charge was created
- ☐ You have shown the names of persons entitled to the charge
- ☐ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☐ You have given a description in Section 4, if appropriate
- ☐ You have signed the form
- ☐ You have enclosed the correct fee
- ☐ Please do not send the original instrument, it must be a certified copy



#### 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 mortgage or charge filed on paper.

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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)



**FILE COPY**

## **CERTIFICATE OF THE REGISTRATION OF A CHARGE**

Company number: 5783490

Charge code. 0578 3490 0010

The Registrar of Companies for England and Wales hereby certifies that a charge dated 28th May 2015 and created by GHG 15 (HIGHFIELD HOSPITAL) LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 29th May 2015

Given at Companies House, Cardiff on 6th June 2015



**Companies House**



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

EXECUTION VERSION

28 MAY 2015

**GHG 15 (HIGHFIELD HOSPITAL) LIMITED  
AS CHARGOR**

**IN FAVOUR OF**

**CAPITA ASSET SERVICES (LONDON) LIMITED  
AS THE SECURITY TRUSTEE**

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**LEGAL CHARGE  
RELATING TO THE PROPERTIES SPECIFIED IN THE  
SCHEDULE**

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Certified true copy of the original  
Paul Hastings (Europe) LLP  
Paul Hastings (Europe) LLP  
Date: 28.05.15

THIS LEGAL CHARGE is made by way of deed on 28 May 2015 by:

- 1 **GHG 15 (HIGHFIELD HOSPITAL) LIMITED** registered in England and Wales with registered number 05783490 (the “**Chargor**”) in favour of
2. **CAPITA ASSET SERVICES (LONDON) LIMITED** as security trustee for each of the Finance Parties (the “**Security Trustee**”)

## BACKGROUND

- (A) This deed is supplemental to a debenture dated the date hereof between *inter alios* the Chargor and the Security Trustee (the “**Debenture**”).
- (B) The Chargor owns the Mortgaged Property

THIS DEED WITNESSES as follows

### 1. DEFINITIONS AND INTERPRETATION

The provisions of clauses 1 (*Definitions And Interpretation*), 3 (*Creation of Security*), 7 1 (*Restriction on Dealings*), 7 3 (*Notices of Assignment Leases and Insurance Policies*), 7 7 (*Deposit of Title Deeds*), 7 10 (*Investigation of Title*), 7 11 (*Power to Remedy*), 8 (*Further Assurance*), 11 (*Enforcement of Security*) to 22 (*Release of Security*) and 24 (*Counterparts*) of the Debenture shall apply to this Legal Charge as if set out in full in this deed as if references in those clauses to the Debenture were references to this Legal Charge and as if all references in those clauses to Charged Assets were references to the assets of the Chargor from time to time charged in favour of, or assigned (whether at law or in equity) to the Security Trustee by or pursuant to this Legal Charge.

### 2. COVENANT TO PAY

The Chargor covenants with the Security Trustee to pay, discharge and satisfy the Secured Obligations (as defined in the Debenture) in accordance with their respective terms and to indemnify the Finance Parties against any losses, costs, charges, expenses and liabilities arising from any breach or failure to pay, discharge and satisfy the Secured Obligations in accordance with their respective terms.

### 3. LEGAL CHARGE

Subject to clause 4 4 (*Existing Security*) of the Debenture, the Chargor charges with full title guarantee in favour of the Security Trustee (as trustee for the Finance Parties), with the payment and discharge of the Secured Obligations, by way of first legal mortgage, the freehold and leasehold property specified in the Schedule (*Mortgaged Property*) (the “**Mortgaged Property**”)

### 4. IMPLIED COVENANTS FOR TITLE

- (a) The covenants set out in Sections 3(1), 3(2) and 6(2) of the Law of Property (Miscellaneous Provisions) Act 1994 will not extend to Clause 3 (*Legal Charge*)

## EXECUTION VERSION

- (b) It shall be implied in respect of Clause 3 (*Legal Charge*) that, other than any charges and encumbrances created pursuant to the Existing Security, the Chargor is charging the Mortgaged Property free from all charges and incumbrances (whether monetary or not) and from all other rights exercisable by third parties (including liabilities imposed and rights conferred by or under any enactment) save for all and any matters recorded in the register at the Land Registry and/or Companies House

### 5. APPLICATION TO THE LAND REGISTRY

The Chargor hereby consents to an application being made to the Land Registry to enter a restriction on the Register of Title of all registered land at any time forming part of the Real Property situated in England and Wales as follows:

“No disposition of the registered estate by the proprietor of the registered estate or by the proprietor of any registered charge is to be registered without a written consent signed by the proprietor for the time being of the charge dated 28 May 2015 in favour of Capita Asset Services (London) Limited referred to in the charges register ”

### 6. GOVERNING LAW

This Legal Charge and any non-contractual obligations arising out of or in connection with it is governed and construed in accordance with English law

**THIS LEGAL CHARGE** has been executed and delivered as a deed by each party hereto on the date specified above

## SCHEDULE TO LEGAL CHARGE

## MORTGAGED PROPERTY

Company Name and Registered Number	Description of Property	Title Number
GHG 15 (Highfield Hospital) Limited (05783490)	Highfield Hospital Manchester Road, Rochdale, Lancashire OL11 4LZ	GM525579 GM99573 GM569853 LA98872 LA191221 LA88900 LA103527 GM857959



**SIGNATURE PAGES TO LEGAL CHARGE**

**Chargor:**

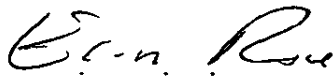
**SIGNED** as a **DEED** on behalf of **GHG 15 (HIGHFIELD HOSPITAL) LIMITED**, acting by a director, in the presence of

}

  
Director

Witness

Signature



Name

ERIN ROSE

Simmons & Simmons LLP

Address

CityPoint  
One Ropemaker Street  
LONDON EC2Y 9SS

**Notice Details:**

Address

GHG 15 (Highfield Hospital) Limited  
7 Albemarle Street  
London W1S 4HQ

Email Address

[AStory@citco.com](mailto:AStory@citco.com)

Fax Number

+44 (0) 207 290 1390

Contact Name

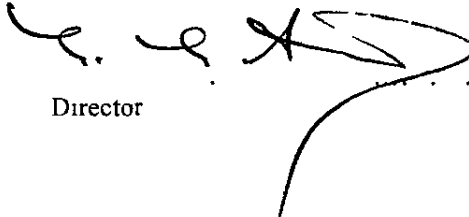
Andrew Story

[Signature Page to the GHG 15 (Highfield Hospital) Limited Legal Charge]

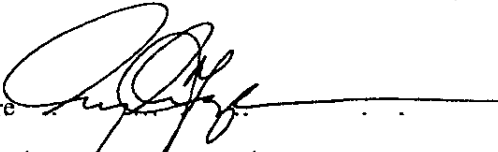
EXECUTION VERSION

Security Trustee:

SIGNED as a DEED on behalf of CAPITA  
ASSET SERVICES (LONDON)  
LIMITED, acting by a director, in the  
presence of

}   
Director

Witness

Signature 

Name ANGELA MORGAN

Address TEN BISHOPS SQUARE  
LONDON E1 6EG

Notice Details:

Address 5<sup>th</sup> Floor  
40 Dukes Place  
London EC3A 7NH  
United Kingdom

Email Address Stefan.Luthringshauser@capitaassetservices.de

Fax Numbers +49 (0) 69 1302 3100  
+44 (0) 207 393 6270

Contact Name Stefan Luthringshauser

[Signature Page to the GHG 15 (Highfield Hospital) Limited Legal Charge]