A/C 00400622 NO

M

COMPANIES FORM NO. 395

Particulars of a mortgage or charge

395

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

Pursuant to section 395 of the Companies Act 1985

C H F P 0 0 4

Please do not write in this margin

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

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

For official use (1)

Company number **00898659**

Name of company

*insert full name of company

*** Norfolk House School Limited**

Date of creation of the charge

13/8/09

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

CS

Debenture

Amount secured by the mortgage or charge

CH

All the Company's liabilities to The Royal Bank of Scotland plc (present, future, actual or contingent and whether incurred alone or jointly with another) including interest and expenses.

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

The Royal Bank of Scotland plc
36 St Andrew Square
Edinburgh | Postcode EH2 2YB

Presentor's name address and Reference (if any):
OurRef:448444/PTS

The Royal Bank of Scotland plc
Credit Documentation
DX 717830
Sheffield 30

Time critical reference

For official Use
Mortgage Section | Post room

SATURDAY

ADEJPCF0
A11 15/08/2009 281
COMPANIES HOUSE

M395

Short particulars of all the property mortgaged or charged

1 By way of fixed charge the following property of the Company owned now or in the future:-
- (i) all interests in any heritable freehold or leasehold land (Land) vested in or charged to the Company, all fixtures and fittings attached to that Land and all rents receivable from any lease granted out of that Land;
- (ii) all plant and machinery, including any associated warranties and maintenance contracts;
- (iii) all the goodwill of the Company's business;
- (iv) any uncalled capital;
- (v) all stock, shares and other securities held by the Company at any time in any subsidiary and all income and rights relating to those stocks, shares and securities;
- (vi) all intellectual property, licences, claims, insurance policies, proceeds of any insurance and any other legal rights;
- (vii) the benefit of any hedging arrangements, futures transactions or treasury instruments.

2 By way of floating charge all the other property assets and rights of the Company owned now or in the future which are not subject to an effective fixed charge under the Debenture or any other security held by the Bank.

Note 1 The Debenture contains covenants by the Company that the Company will not without the Bank's consent:-
- (a) permit or create any mortgage, standard security, charge or lien on the property;
- (b) dispose of the property of the Company, owned now or in the future, charged by way of fixed charge;
- (c) dispose of the property, other than in the ordinary course of business, charged by way of floating charge.
- (d) call on, or accept payment of, any uncalled capital;
- (e) deal with its book and other debts, except by collecting them in the ordinary course of its business. In particular, the Company will not realise its book and other debts by means of invoice discounting or factoring arrangements;
- (f) grant, or accept a surrender of, any lease or licence of any of its Land or consent to a tenant assigning or sub letting;
- (g) dispose of, part with or share possession or occupation of any of its Land.

Note 2 The Debenture gives the Bank power to appoint an Administrator.

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)

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

(See Note 5)

For The Royal Bank of Scotland plc

Signed Date 14/8/2009

Duly Authorised Official

On behalf of [company][mortgagee/chargee]†

†delete as appropriate

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 Cheques and postal orders are to be made payable to **Companies House**

6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ, DX: 33050 Cardiff

FILE COPY

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 898659
CHARGE NO. 1

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED 13 AUGUST 2009 AND CREATED BY NORFOLK HOUSE SCHOOL LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 15 AUGUST 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 AUGUST 2009

Companies House — for the record —

DX 5
RO

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES