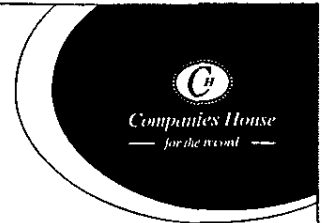


MG01

Particulars of a mortgage or charge

SI 3076 / 39.



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 mortgage or charge
in England and Wales or Northern
Ireland.

☐ **What this form is NOT for**
You cannot use this form to re-
gister particulars of a charge for a S
company. To do this, please use
form MG01s.

WEDNESDAY



A09

16/12/2009

189

COMPANIES HOUSE

1 Company details

Company number 4 9 5 8 8 9 0

Company name in full BIRMINGHAM AND SOLIHULL LOCAL IMPROVEMENT FINANCE
TRUST LIMITED

4

→ 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 d 0 3 m 1 2 y 2 0 y 0 9

3 Description

Please give a description of the instrument (if any) creating or evidencing the
charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'.

Description DEED OF CHARGE OVER SHARES

4 Amount secured

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

Amount secured

All Senior Indebtedness (as that expression is defined in the Facility
Agreement dated 03 December 2009 made between the Lender and
the Company) due owing or incurred by the Company to The General
Practice Finance Corporation Limited ("Trustee"), Aviva Plc and any
company which is or becomes a holding company of any such
company or subsidiary or associate of any such company or holding
company which lends or has lent to, or is at any time owed moneys
by, the Company ("Lender")

Continuation page

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

MG01

Particulars of a mortgage or charge

5

Mortgagee(s) or person(s) entitled to the charge (if any)

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge.

Name THE GENERAL PRACTICE FINANCE CORPORATION LIMITED

Address SENTINEL HOUSE, 37 SURREY STREET

NORWICH

Postcode N R 1 3 U Y

Name

Address

Postcode

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

6

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged.

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

Short particulars

1. Charges to the Trustee by way of first fixed charge, all of the ordinary shares present and future in the Company held by the Chargor and all rights, money or property accruing or offered by way of redemption, bonus, preference, option rights, warrant rights or otherwise to or in respect of the Shares and all allotments, accretions, offers, rights, benefits and advantages whatsoever accruing, offered or arising in respect of the same or in substitution or exchange for any of the Shares including, without limitation, any uncertificated securities, but so that nothing in this Charge be construed as placing on the Trustee any liability whatsoever in respect of any calls, installments or other payment relating to the Shares or any part of them ("Shares"), the certificates or other documents of title to which, together with transfers thereof duly executed by the Chargor in favour of the Trustee or its nominee, have been delivered to the Trustee.
2. Charges to the Trustee by way of security all of its right, title and interest to and in dividends, distributions, coupon payments, interest and other sums payable on account of the Shares ("Distributions").

MG01

Particulars of a mortgage or charge

7

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

NIL

8

Delivery of instrument

You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860). If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 866).

We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 870). The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it. Where a body corporate gives the verification, an officer of that body must sign it. We will also accept a verified copy where section 867(2) applies (property situated in another part of UK).

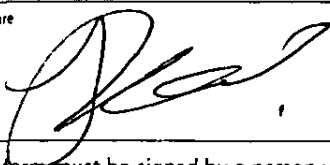
9

Signature

Please sign the form here.

Signature

Signature

X  X

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

MG01

Particulars of a mortgage or 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 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 **SHONA MEEKS**

Company name **AVIVA COMMERCIAL**

FINANCE LIMITED

Address

Post town

County/Region

Postcode

Country

DX **84904 NORWICH 3**

Telephone **01603 687866**



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 the original deed 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 mortgagee or 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 mortgaged or 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 mortgage or 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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 869(5) & (6) of the Companies Act 2006

**COMPANY NO. 4958890
CHARGE NO. 4**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF CHARGE OVER SHARES
DATED 3 DECEMBER 2009 AND CREATED BY BIRMINGHAM
AND SOLIHULL LOCAL IMPROVEMENT FINANCE TRUST
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO THE GENERAL PRACTICE
FINANCE CORPORATION LIMITED, AVIVA PLC AND ANY
COMPANY WHICH OR IS OR BECOMES A HOLDING COMPANY
OF ANY SUCH COMPANY OR SUBSIDIARY OR ASSOCIATE OF
ANY SUCH COMPANY OR HOLDING COMPANY ON ANY
ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO
CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE 16
DECEMBER 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 29 DECEMBER
2009



Companies House
— for the record —

DX
RO



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES