



**Registration of a Charge**

Company Name: **MED-FX LTD**

Company Number: **05693661**



Received for filing in Electronic Format on the: **31/08/2021**

XAC16KWP

**Details of Charge**

Date of creation: **16/08/2021**

Charge code: **0569 3661 0002**

Persons entitled: **ARES MANAGEMENT LIMITED (AS SECURITY AGENT FOR ITSELF AND THE OTHER SECURED PARTIES (AS DEFINED IN THE INSTRUMENT))**

Brief description:

**Contains fixed charge(s).**

**Contains floating charge(s) (floating charge covers all the property or undertaking of the company).**

**Contains negative pledge.**

**Authentication of Form**

This form was authorised by: **a person with an interest in the registration of the charge.**

**Authentication of Instrument**

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by: **DECHERT LLP**



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

Company number: 5693661

Charge code: 0569 3661 0002

The Registrar of Companies for England and Wales hereby certifies that a charge dated 16th August 2021 and created by MED-FX LTD was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 31st August 2021 .

Given at Companies House, Cardiff on 1st September 2021

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



**Companies House**



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

*Dechert LLP*

*13-08-2021*

## ACCESSION DEED

THIS ACCESSION DEED is made on 16 August 2021

### BETWEEN

- (1) THE COMPANIES LISTED IN SCHEDULE 1 TO THIS DEED (the “Original Chargors”);
- (2) TURNSTONE MIDCO 2 LIMITED (the “Parent”); and
- (3) ARES MANAGEMENT LIMITED (as security trustee for the Secured Parties) (in such capacity, the “Security Agent”).

### BACKGROUND

This Accession Deed is supplemental to a debenture dated 16 August 2021 and made between (1) the Chargors named in it and (2) the Security Agent (the “Debenture”).

### IT IS AGREED:

#### 1. DEFINITIONS AND INTERPRETATION

##### (a) Definitions

Terms defined in, or construed for the purposes of, the Debenture have the same meanings when used in this Accession Deed including the recital to this Accession Deed (unless otherwise defined in this Accession Deed).

##### (b) Construction

Clause 1.2 (*Interpretation*) of the Debenture applies with any necessary changes to this Accession Deed as if it were set out in full in this Accession Deed.

#### 2. ACCESSION OF THE ACCEDING COMPANY

##### (a) Accession

Each Acceding Company:

- (i) unconditionally and irrevocably undertakes to and agrees with the Security Agent to observe and be bound by the Debenture; and
- (ii) creates and grants from the Effective Time the charges, mortgages, assignments and other security which are stated to be created or granted by the Debenture,

as if it had been an original party to the Debenture as one of the Chargors.

##### (b) Covenant to pay

Without prejudice to the generality of Clause 2(a) (*Accession*)), each Acceding Company (jointly and severally with the other Chargors and each other Acceding Company), covenants in the terms set out in Clause 2 (*Covenant to pay*) of the Debenture.

**(c) Charge and assignment**

Without prejudice to the generality of Clause 2(a) (*Accession*), each Acceding Company with, subject to any Security which is expressly permitted under the Senior Facilities Agreement, full title guarantee, (save for any Security which is created or made in respect of Scottish Assets or in respect of the Excluded Peterborough Property and each relevant Acceding Company's interests in each Partnership Agreement and each Declaration of Trust) charges and assigns (and agrees to charge and assign) to the Security Agent for the payment and discharge of the Secured Obligations, all its right, title and interest in and to the property, assets and undertaking owned by it or in which it has an interest, on the terms set out in Clauses 3 (*Grant of security*), 4 (*Fixed security*) and 5 (*Floating charge*) of the Debenture including (without limiting the generality of the foregoing):

- (i) by way of first legal mortgage all Real Property (other than any Excluded Property) (if any) vested in or charged to the Acceding Company (including, without limitation, the property specified against its name in Part A of Schedule 2 (*Details of Security Assets owned by the Acceding Companies*) (if any));
- (ii) by way of first fixed charge:
  - (A) all the Charged Securities (including, without limitation, those specified against its name in Part 2 of Schedule 2 (*Details of Security Assets owned by the Acceding Companies*) (if any)); together with
  - (B) all Related Rights from time to time accruing to them;
- (iii) by way of first fixed charge (subject to any security interests in favour of the relevant account bank where such security interests arise by operation of law or the terms and conditions of such account bank as applicable to the relevant account) each of its Collection Accounts and its other accounts with any bank or financial institution at any time (including, without limitation, those specified against its name in Part 3 of Schedule 2 (*Details of Security Assets owned by the Acceding Companies*)) and all monies at any time standing to the credit of such accounts;
- (iv) by way of first fixed charge all Intellectual Property (including, without limitation, the Intellectual Property specified against its name in Part 4 of Schedule 2 (*Details of Security Assets owned by the Acceding Companies*) (if any));
- (v) by way of absolute assignment the Relevant Contracts (including, without limitation, those specified against its name in Part 5 of Schedule 2 (*Details of Security Assets owned by the Acceding Companies*) (if any)), all rights and remedies in connection with the Relevant Contracts and all proceeds and claims arising from them; and
- (vi) by way of absolute assignment the Insurances (including, without limitation, those specified against its name in Part 6 of Schedule 2 (*Details of Security Assets owned by the Acceding Companies*) (if any)), all claims under the Insurances and all proceeds of the Insurances.

**(d) Representations**

Each Acceding Company makes the representations and warranties set out in this paragraph 2(d) to the Security Agent and to each other Secured Party as at the date of this Accession Deed:

- (i) each Acceding Company is the sole legal and beneficial owner of all of the Security Assets identified against its name in Schedule 2 (*Details of Security Assets owned by the Acceding Companies*) (save for the Excluded Peterborough Property and each relevant Acceding Company's interests in each Partnership Agreement and each Declaration of Trust); and
- (ii) the Charged Securities listed in Part 2 of Schedule 2 to the Accession Deed (*Details of Security Assets owned by the Acceding Companies*) constitute the entire share capital owned by each Acceding Company in the relevant company and constitute the entire share capital of each such company.

(e) **Consent**

Pursuant to Clause 24.3 (*Accession Deed*) of the Debenture, the Parent (as agent for itself and the existing Chargors):

- (i) consents to the accession of each Acceding Company to the Debenture on the terms of this Accession Deed; and
- (ii) agrees that the Debenture shall, after the date of this Accession Deed, be read and construed as if each Acceding Company had been named in the Debenture as a Chargor.

### 3. **CONSTRUCTION OF DEBENTURE**

This Accession Deed shall be read as one with the Debenture so that all references in the Debenture to "*this Deed*" and similar expressions shall include references to this Accession Deed.

### 4. **THIRD PARTY RIGHTS**

Save as expressly provided to the contrary in the Debenture, a person who is not a party to this Accession Deed has no right under the Contracts (Rights of Third Parties) Act 1999 to enforce or enjoy the benefit of any term of this Accession Deed.

### 5. **NOTICE DETAILS**

Notice details for each Acceding Company are those identified with its name below.

### 6. **COUNTERPARTS**

This Accession Deed may be executed in any number of counterparts, and this has the same effect as if the signatures (and seals, if any) on the counterparts were on a single copy of this Accession Deed.

### 7. **GOVERNING LAW**

This Accession Deed and any non-contractual obligations arising out of or in connection with it shall be governed by English law.

**IN WITNESS** of which this Accession Deed has been duly executed by each Acceding Company and the Parent as a deed and duly executed by the Security Agent and has been delivered on the first date specified on page 1 of this Accession Deed by each Acceding Company and the Parent.

**SCHEDULE 1 TO THE ACCESSION DEED****The Acceding Companies**

<b>Company name</b>	<b>Jurisdiction of incorporation and registered number</b>	<b>Registered office</b>
DD Group Holdings Ltd	England and Wales, 07905936	Europa House Europa Trading Estate, Stoneclough Road, Kearsley, Manchester, M26 1GG
DD Products and Services Ltd	England and Wales, 01196676	6 Perry Way, Witham, England, CM8 3SX
First Choice Dental Limited	England and Wales, 05943470	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
IDH Acquisitions Limited	England and Wales, 05657372	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
IDH Group Limited	England and Wales, 05657369	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
IDH Limited	England and Wales, 00243708	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
Integrated Dental Holdings Limited	England and Wales, 03147164	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
Petrie Tucker and Partners Limited	Scotland, SC030254	1 Johnston Street, Paisley, Renfrewshire, PA1 1XQ
The Dental Directory Limited	England and Wales, 08948625	6 Perry Way, Witham, England, CM8 3SX
Whitecross Dental Care Limited	England and Wales, 00244415	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
Community Dental Centres Limited	England and Wales, 00549762	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
Denticare Limited	England and Wales, 00525206	Europa House Europa Trading Estate Stoneclough Road, Kearsley, Manchester, M26 1GG
Denture Excellence Limited	England and Wales, 03285380	Europa House Europa Trading Estate, Stoneclough Road, Kearsley, Manchester, M26 1GG

KH & GW Limited	England and Wales, 06488805	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
M C Dentistry Limited	England and Wales, 00475960	Europa House Europa Trading Estate, Stoneclough Road, Kearsley, Manchester, M26 1GG
Med-FX Ltd	England and Wales, 05693661	6 Perry Way, Witham, England, CM8 3SX
Orthocentres Limited	England and Wales, 04281011	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
Orthodontic Centre (UK) Limited	England and Wales, 04658389	Europa House Europa Trading Estate, Stoneclough Road, Kearsley, Manchester, M26 1GG
Orthoworld 2000 Limited	England and Wales, 00506666	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG
Q Dental Care Limited	England and Wales, 06545882	Europa House Europa Trading Estate, Stoneclough Road, Kearsley, Manchester, M26 1GG
Romford Orthodontics Centre Limited	England and Wales, 07077945	Europa House Europa Trading Estate, Stoneclough Road, Kearsley, Manchester, M26 1GG
The Crescent Specialist Dental Centre Ltd	England and Wales, 06045924	Europa House Europa Trading Estate, Stoneclough Road Kearsley, Manchester, M26 1GG



**SCHEDULE 2 TO THE ACCESSION DEED****Details of Security Assets owned by the Acceding Companies****Part 1 – Real Property**

<b>Acceding Company</b>	<b>Address</b>	<b>Title number</b>
DD Products and Services Ltd	Unit 2, 2 Perry Way, Witham, CM8 3SX	EX874412

**Part 2 - Charged Securities**

Acceding Company	Name of company in which shares are held	Class of shares held	Number of shares held
DD Group Holdings Ltd	DD Products and Services Ltd	Ordinary (£1.00)	50,000
DD Group Holdings Ltd	Med-FX Ltd	Ordinary (£1.00)	2
IDH Acquisitions Limited	IDH Limited	Ordinary (£1.00)	911,788
IDH Acquisitions Limited	Integrated Dental Holdings Limited	Ordinary (£0.025)	30,312,384
IDH Acquisitions Limited	Whitecross Dental Care Limited	Ordinary (£1.00)	3,500,931
Petrie Tucker and Partners Limited	Whitecross Dental Care Limited	Ordinary (£1.00)	1
IDH Acquisitions Limited	Community Dental Centres Limited	Ordinary A (£1.00) Ordinary B (£1.00)	300 Ordinary A 700 Ordinary B
IDH Acquisitions Limited	Denticare Limited	Ordinary (£1.00)	1,000
IDH Acquisitions Limited	Denture Excellence Limited	Ordinary (£1.00)	200
IDH Acquisitions Limited	KH & GW Limited	Ordinary (£1.00)	2
IDH Acquisitions Limited	M C Dentistry Limited	Ordinary (£1.00)	80,906
IDH Acquisitions Limited	Orthocentres Limited	Ordinary (£1.00)	120
IDH Acquisitions Limited	Orthodontic Centre (UK) Limited	Ordinary (£1.00)	3,240
IDH Acquisitions Limited	Orthoworld 2000 Limited	Ordinary (£1.00)	3,500,000
IDH Acquisitions Limited	Q Dental Care Limited	Ordinary (£1.00)	100
IDH Acquisitions Limited	Romford Orthodontics Centre Limited	Ordinary (£1.00)	1,000
IDH Acquisitions Limited	The Crescent Specialist Dental Centre Ltd	Ordinary (£1.00)	1,000
IDH Group Limited	IDH Acquisitions Limited	Ordinary (£0.01)	23,634,963
Integrated Dental Holdings Limited	First Choice Dental Limited	Ordinary (£0.00004)	100,000
Integrated Dental Holdings Limited	Petrie Tucker and Partners Limited	Ordinary (£0.01)	605,800
The Dental Directory Limited	DD Group Holdings Ltd	Ordinary (£0.01)	1,000,000

**Part 3 - Charged Accounts**

<b>Collection Accounts</b>				
<b>Account Holder</b>	<b>Account Name</b>	<b>Account Number</b>	<b>Account Bank</b>	<b>Account Bank Branch Address and Sort Code</b>
Denticare Limited	DENTICARE LTD	8322 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
First Choice Dental Limited	FIRST CHOICE DEN LTD	6074 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
IDH Acquisitions Limited	IDH ACQ. GENERAL	1093 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
IDH Acquisitions Limited	IDH ACQ LTD HOLD LTD	5047 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
IDH Acquisitions Limited	IDH ACQ LTD LNG S AC	6018 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
IDH Acquisitions Limited	IDH GRP LTD GEN A/C	8061 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
IDH Acquisitions Limited	IDH ACQ LTD M PR AC	9091 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Integrated Dental Holdings Limited	INTEGRATED DEN H LTD	6012 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthocentres Limited	ORTHOCENTRES LTD	7346 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	LEAMINGTON ORTHO	0037 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	GLASGOW ORTHO	1043 [REDACTED]	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB

Orthoworld 2000 Limited	CAMBRIDGE ORTHO	2021	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	SOUTHAMPT ORTHO	2047	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	WORTHING ORTHO	2072	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	NOTTINGHAM ORTHO	3033	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	ZZ1 MAIN ORTHO	4006	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	NORTHAMPT ORTHO	4052	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	BANBURY ORTHO	4061	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	CHELMSFORD ORTHO	6002	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	ZZ2 OPERAT ORTHO	6041	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	COLCHESTER ORTHO	6050	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	ZZ2 TREASU ORTHO	6067	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	ZZ2 RESERV ORTHO	7007	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	DUNDEE ORTHO	8027	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB

Orthoworld 2000 Limited	ABERDEEN ORTHO	8036	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	BLACKPOOL ORTHO	8048	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	ZZ1 RESERV ORTHO	9010	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Orthoworld 2000 Limited	TAUNTON ORTHO	9039	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Petrie Tucker and Partners Limited	PETRIE TUCKER&PA LTD	0045	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Petrie Tucker and Partners Limited	DIVERSE HOLDINGS LTD	8058	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Petrie Tucker and Partners Limited	PT&PART BPA BPA	8389	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Petrie Tucker and Partners Limited	PT W.BRIDGEFORD	9341	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
The Crescent Specialist Dental Centre Ltd	CRES SP LTDWAVB FMQ	3008	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
The Crescent Specialist Dental Centre Ltd	CRESCENT SP LTD FMQ	4017	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	PT LTD HUNSLET ORTHO	2336	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	RED ROSE DEN GRP	3309	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	WHITECROSS DEN C LTD	4021	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB

Whitecross Dental Care Limited	MYDENTIST DENTAL	4323	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	TUE DENTAL P PARTNER	6303	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	WHITECROSS PARTN	7398	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	CHEQUER PARTNERSHIP	8380	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	MOSTYN H D P PARTNER	9302	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	KENTON P D P P'SHIP	9310	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	HAMPTON CD P/SHIP	9328	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	THE BURNHAM DENT PAR	9381	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	CENTRAL DEN PARTNER	9381	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
Whitecross Dental Care Limited	THE BRASSEY AVE PART	9381	Barclays Bank Plc	20-65-82 Barclays Bank Plc, Pall Mall 2, Leicester, Leicestershire, LE87 2BB
DD Products and Services Ltd	DD CHF CURRENT	4747	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DD CHF DEPOSIT	6965	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Group Holdings Ltd	DD GROUP HOLDINGS LT	4562	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DD EUR DEPOSIT	4935	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ

DD Products and Services Ltd	DD EUR DEPOSIT	5649	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DD GBP CURRENT	1095	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DD GBP DEPOSIT	2002	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	BBREBDSCREFP AYTS BPA	2344	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
Med-FX Ltd	MED-FX LTD	3050	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Group Holdings Ltd	CLICK DENTAL SUPPLIE	3378	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DD T/A TAG MEDICAL	4340	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
Med-FX Ltd	MED-FX LTD BPA	5348	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DBG (UK) LTD	7305	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Group Holdings Ltd	SECONDARY HEALTHCARE	8397	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Group Holdings Ltd	DD GROUP HOLDINGS LT	9386	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DD SEK CURRENT	6602	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DD SEK DEPOSIT	6604	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DD USD DEPOSIT	6213	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Group Holdings Ltd	DD GROUP HOLDINGS LT	6416	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
DD Products and Services Ltd	DD USD CURRENT	8280	Barclays Bank Plc	20-97-65 Barclays Bank Plc, 59 Newland Street, Witham, Essex, CM8 2AJ
Q Dental Care Limited	Q DENTAL	6585	Lloyds Bank Plc	30-62-96 Lloyds Bank PLC, Unit 44-45, George White Street, Bristol, BS1 3BA

Q Dental Care Limited	Q DENTAL 2	6585 [REDACTED]	Lloyds Bank Plc	30-62-96 Lloyds Bank PLC, Unit 44-45, George White Street, Bristol, BS1 3BA
IDH Limited	HEAD OFFICE ACCOUNT	291 [REDACTED]	Lloyds Bank Plc	30-94-38 Lloyds Bank PLC, 11 High Street, Horley, RH6 7BJ
IDH Limited	PRACTICE ACCOUNT	291 [REDACTED]	Lloyds Bank Plc	30-94-38 Lloyds Bank PLC, 11 High Street, Horley, RH6 7BJ



**Part 4 - Intellectual Property**

<b>Part 4A Trade marks</b>				
<b>Proprietor/ADP number</b>	<b>TM number</b>	<b>Jurisdiction/apparent status</b>	<b>Classes</b>	<b>Mark text</b>
DD Products and Services Ltd	UK00003160246	UK/Registered	16,35, 36, 38	ADENTCO
DD Products and Services Ltd	UK00003160244	UK/Registered	3, 35, 36, 38, 41	ADENTO
DD Products and Services Ltd	UK00918161208	UK/Registered	5, 9, 10, 35, 41	DD Logo
DD Products and Services Ltd	UK00003353471	UK/Registered	1, 3, 5, 9, 10, 11, 16, 20, 21, 35, 36, 37, 38, 40, 41, 42, 44, 45	DD
DD Products and Services Ltd	UK00003353478	UK/Registered	1, 3, 5, 9, 10, 11, 16, 20, 21, 35, 36, 37, 38, 40, 41, 42, 44, 45	DD DIRECT
DD Products and Services Ltd	UK00003228718	UK/Registered	1, 3, 5, 9, 10, 11, 16, 20, 21, 25, 28, 35, 37, 41, 42, 44	DENTAL DIRECTORY
DD Products and Services Ltd	EU014911218	EU/Registered	1, 3, 5, 9, 10, 11, 16, 21, 25, 35	Device only
DD Products and Services Ltd	EU005415203	EU/Registered	10, 35, 37	HANDPIECE EXPRESS
DD Products and Services Ltd	UK00002293015	UK/Registered	5	IMPREP
DD Products and Services Ltd	EU002793834	EU/Registered	5	IMPREP
DD Products and Services Ltd	EU011359239	EU/Registered	1, 3, 5, 9, 10, 11, 16, 20, 21, 25, 35	PINK LINE
DD Products and Services Ltd	UK00002626809	UK/Registered	1, 3, 5, 9, 10, 11, 16, 20, 21, 25, 35	PINK LINE (series of 2)
DD Products and Services Ltd	UK00002340001	UK/Registered	10	SOFGRIP
DD Products and Services Ltd	UK00002136903	UK/Registered	35, 41	THE DENTAL DIRECTORY
DD Products and Services Ltd	EU017008517	EU/Registered	5, 10, 35, 40, 41, 42, 44	TORQUE ORTHODONTICS

DD Products and Services Ltd	UK00002311454	UK/Registered	5	UNOCAL
DD Products and Services Ltd	EU003008836	EU/Registered	3, 5, 10	UNOCAL
DD Products and Services Ltd	UK0002007215A	UK/Registered	1, 3, 5, 9, 10, 16, 21	UNODENT
DD Products and Services Ltd	EU005415278	EU/Registered	1, 3, 5, 9, 10, 16, 20, 21, 25	UNODENT
DD Products and Services Ltd	EU014466536	EU/Registered	1, 3, 5, 9, 10, 11, 16, 21, 25, 35	UNODENT
DD Products and Services Ltd	EU014469051	EU/Registered	11, 21, 35	UNODENT
DD Products and Services Ltd	UK00002007218	UK/Registered	5	UNOLUX
DD Products and Services Ltd	EU005246921	EU/Registered	10	WILDCAT
DD Products and Services Ltd	EU005255153	EU/Registered	10	WILDCAT TUNGSTEN CARBIDE BURS
Med-FX Ltd	EU005415088	European Union/Registered	3, 5, 35, 41	med-fx
Integrated Dental Holdings Limited	UK00003013060	UK/Registered	3, 5, 10, 16, 35, 36, 38, 41, 44	The IDH academy Supporting your Development
Integrated Dental Holdings Limited	UK00003070191	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MYDENTIST
Integrated Dental Holdings Limited	UK00003070686	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MY DENTAL helping the nation smile
Integrated Dental Holdings Limited	UK00002585766	UK/Registered	36,44	loveyoursmile
Integrated Dental Holdings Limited	UK00003013061	UK/Registered	3, 5, 10, 16, 35, 36, 38, 41, 44	OrthoWorld
Integrated Dental Holdings Limited	UK00003013283	UK/Registered	3, 5, 10, 16, 35, 36, 38, 41, 44	IDH INTEGRATED DENTAL HOLDINGS
Integrated Dental Holdings Limited	UK00003060449	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	my
Integrated Dental Holdings Limited	UK00003060452	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MY
Integrated Dental Holdings Limited	UK00003065413	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MYDENTIST

Integrated Dental Holdings Limited	UK00003066816	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MY DENTIST HELPING THE NATION SMILE
Integrated Dental Holdings Limited	UK00003085086	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MY DOCTOR
Integrated Dental Holdings Limited	UK00003100305	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MY DENTIST ACADEMY
Integrated Dental Holdings Limited	UK00002415816	UK/Registered	9, 16, 35, 38, 39, 41, 42, 44	MyDoctors
Integrated Dental Holdings Limited	UK00003251926	UK/Registered	9, 16, 35, 36, 37, 41, 44, 45	IDH
Integrated Dental Holdings Limited	UK00003333764	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	{my} skin frame your smile
Integrated Dental Holdings Limited	UK00003366854	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MY ORTHODONTIST HELPING THE NATION SMILE
Integrated Dental Holdings Limited	UK00003376343	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MY OPTIONS AFFORDABLE PRIVATE TREATMENTS
Integrated Dental Holdings Limited	UK00003407571	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MY OPTIONS AFFORDABLE PRIVATE TREATMENTS
Integrated Dental Holdings Limited	UK00003417946	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	MY DENTIST HELPING THE NATION SMILE ADVANCED ORAL HEALTH CENTRE
Integrated Dental Holdings Limited	UK00003433852	UK/Registered	3, 5, 10, 16, 21, 35, 36, 38, 41, 44	{my}smile

**Part 4B – Patents**

None as at the date of this Accession Deed.

**Part 5 – Relevant Contracts**

None as at the date of this Accession Deed.

**Part 6 - Insurances**

<b>Acceding Company</b>	<b>Insurer</b>	<b>Policy number</b>
DD Group Holdings Ltd	Chubb European Group SE	UKPKND32063
IDH Acquisitions Limited	Chubb European Group SE	UKFRND32062
Integrated Dental Holdings Limited	Chubb European Group SE (65% lead) QBE UK Limited (35% follow)	UKFRND32061
IDH Group Limited	QBE UK Limited	Y129381QBE0121A
The Dental Directory Limited	QBE UK Limited	Y108057QBE0121A
DD Products and Services Ltd	Royal & Sun Alliance Insurance plc	C086666E
First Choice Dental Limited	Allianz Insurance plc	CS/28048118
IDH Limited	Marsh Ltd/Bowring March/PACE (Marsh Limited)	BOWTL2150266
Petrie Tucker and Partners Limited	Royal & Sun Alliance Insurance plc	RSAP0624627200
Whitecross Dental Care Limited	Chubb European Group SE	UKBBBC85147
Community Dental Centres Limited	AXA XL Insurance Company (XL Insurance Company SE)	B0460 43233630 2020
Denticare Limited	WR Berkley Insurance Europe Ltd/ Aviva Insurance Limited	B0460 43233633 2020
Denture Excellence Limited	QBE UK Limited	Y139672FLT0121A
KH & GW Limited		
M C Dentistry Limited		
Med-FX Ltd		
Orthocentres Limited		
Orthodontic Centre (UK) Limited		
Orthoworld 2000 Limited		
Q Dental Care Limited		
Romford Orthodontics Centre Limited		
The Crescent Specialist Dental Centre Ltd		
DD Group Holdings Ltd	Chubb European Group SE	UKCAND32085
The Dental Directory Limited		
DD Products and Services Ltd		
The Dental Directory Limited		
Med-FX Ltd		
DD Products and Services Ltd	AIG Europe Limited	34621084
	Allianz Insurance plc	NW/26982245
IDH Acquisitions Limited	Chubb European Group SE	UKCAND32083
Integrated Dental Holdings Limited		
IDH Group Limited		


IDH Limited First Choice Dental Limited Petrie Tucker and Partners Limited Whitecross Dental Care Limited Community Dental Centres Limited Denticare Limited Denture Excellence Limited KH & GW Limited M C Dentistry Limited Orthocentres Limited Orthodontic Centre (UK) Limited Orthoworld 2000 Limited Q Dental Care Limited Romford Orthodontics Centre Limited The Crescent Specialist Dental Centre Ltd	Omnyy LLP writing on behalf of RSA (Primary) Omnyy LLP writing on behalf of Newline (Excess)	A2153437
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EXECUTION PAGES OF THE ACCESSION DEED

THE ACCEDING COMPANIES


SUBSIDIARIES


EXECUTED AS A DEED )  
By: COMMUNITY DENTAL CENTRES )  
LIMITED

  
\_\_\_\_\_  
F331179742584F0... Signature of Director  
\_\_\_\_\_  
Nilesh Pandya Name of Director

  
\_\_\_\_\_  
5969A18717694F2... Signature of Director  
\_\_\_\_\_  
Tom Riall Name of Director

EXECUTED AS A DEED )  
By: DD GROUP HOLDINGS LTD )


  
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F331179742584F0... Signature of Director  
\_\_\_\_\_  
Nilesh Pandya Name of Director

  
\_\_\_\_\_  
5969A18717694F2... Signature of Director  
\_\_\_\_\_  
Tom Riall Name of Director



**EXECUTED AS A DEED**  
**By: DD PRODUCTS AND SERVICES LTD**

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**Nileshe Pandya**  
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Signature of Director  
Name of Director

  
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\_\_\_\_\_  
**Tom Riall**  
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Signature of Director  
Name of Director

**EXECUTED AS A DEED**  
**By: DENTICARE LIMITED**

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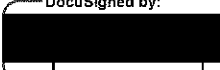
  
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**Nyree Whitley**  
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Signature of Director  
Name of Director

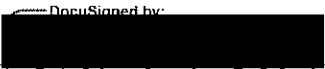
  
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**STEPHEN ROSEBY**  
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Signature of Company Secretary  
Name of Company Secretary

**EXECUTED AS A DEED**  
**By: DENTURE EXCELLENCE LIMITED**


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**Nyree Whitley**  
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Signature of Director  
  
Name of Director

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**STEPHEN ROSEBY**  
\_\_\_\_\_

Signature of Company Secretary  
  
Name of Company Secretary

**EXECUTED AS A DEED**  
**By: FIRST CHOICE DENTAL LIMITED**

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**Niles Pandya**  
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Signature of Director  
  
Name of Director

  
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**Tom Riall**  
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Signature of Director  
  
Name of Director

**EXECUTED AS A DEED**  
**By: IDH ACQUISITIONS LIMITED**

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**Nilesh Pandya**

Signature of Director  
Name of Director

  
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\_\_\_\_\_  
**Tom Riall**

Signature of Director  
Name of Director

**EXECUTED AS A DEED**  
**By: IDH GROUP LIMITED**

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**Nilesh Pandya**

Signature of Director  
Name of Director

  
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**Tom Riall**


Signature of Director  
Name of Director

**EXECUTED AS A DEED**  
**By: IDH LIMITED**

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**Nilesch Pandya**

Signature of Director  
Name of Director

  
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**Tom Riall**


Signature of Director  
Name of Director

**EXECUTED AS A DEED**  
**By: INTEGRATED DENTAL HOLDINGS LIMITED**

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**Nilesch Pandya**


Signature of Director  
Name of Director

  
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**Tom Riall**


Signature of Director  
Name of Director

EXECUTED AS A DEED  
By: KH & GW LIMITED

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Nyree whitley


Signature of Director  
Name of Director

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STEPHEN ROSEBY

Signature of Company Secretary  
Name of Company Secretary

EXECUTED AS A DEED  
By: M C DENTISTRY LIMITED

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Nyree whitley

Signature of Director  
Name of Director

  
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STEPHEN ROSEBY


Signature of Company Secretary  
Name of Company Secretary

**EXECUTED AS A DEED**  
**By: MED-FX LTD**

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**Nilesh Pandya**

Signature of Director  
Name of Director

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**Tom Riall**


Signature of Director  
Name of Director

**EXECUTED AS A DEED**  
**By: ORTHOCENTRES LIMITED**

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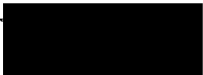
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Name of Director

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**STEPHEN ROSEBY**


Signature of Company Secretary  
Name of Company Secretary

**EXECUTED AS A DEED**  
**By: ORTHODONTIC CENTRE (UK)**  
**LIMITED**

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**Nyree whitley**  
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Signature of Director  
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**STEPHEN ROSEBY**  
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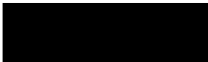
Signature of Company Secretary  
Name of Company Secretary

**EXECUTED AS A DEED**  
**By: ORTHOWORLD 2000 LIMITED**

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**Nilesch Pandya**  
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Signature of Director  
Name of Director

  
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5989A18717694F2...  
**Tom Riall**  
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Signature of Director  
Name of Director

**EXECUTED AS A DEED**  
**By: PETRIE TUCKER AND PARTNERS**  
**LIMITED**

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Nyree whitley  
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Signature of Director  
Name of Director

  
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STEPHEN ROSEBY  
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Signature of Company Secretary  
Name of Company Secretary

**EXECUTED AS A DEED**  
**By: Q DENTAL CARE LIMITED**

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Nyree whitley  
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Signature of Director  
Name of Director

  
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STEPHEN ROSEBY  
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Signature of Company Secretary  
Name of Company Secretary



EXECUTED AS A DEED )  
By: ROMFORD ORTHODONTICS CENTRE )  
LIMITED

DocuSigned by:  
[Redacted Signature]  
3256742D2B3C46E...  
Nyree whitley

Signature of Director

Name of Director

[Redacted Signature]  
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STEPHEN ROSEBY

Signature of Company Secretary

Name of Company Secretary

EXECUTED AS A DEED )  
By: THE CRESCENT SPECIALIST )  
DENTAL CENTRE LTD

DocuSigned by:  
[Redacted Signature]  
Nyree whitley

Signature of Director

Name of Director

DocuSigned by:  
[Redacted Signature]  
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STEPHEN ROSEBY

Signature of Company Secretary


Name of Company Secretary

**EXECUTED AS A DEED** )  
**By: THE DENTAL DIRECTORY LIMITED** )

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**Nilesch Pandya**

Signature of Director

Name of Director

\_\_\_\_\_  
  
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**Tom Riall**

Signature of Director

Name of Director

**EXECUTED AS A DEED** )  
**By: WHITECROSS DENTAL CARE** )  
**LIMITED**

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**Nilesch Pandya**

Signature of Director



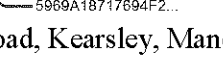
Name of Director

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**Tom Riall**

Signature of Director

Name of Director

THE PARENT

Executed as a deed, but not delivered until the first )  
date specified on page 1, by TURNSTONE )  
MIDCO 2 LIMITED acting by: ) Director  \_\_\_\_\_  
 )  
 )  
 ) Director  \_\_\_\_\_  
 )  
 )  
 ) Director  \_\_\_\_\_

Address: Europa House, Europa Trading Estate, Stoneclough Road, Kearsley, Manchester  
M26 1GG

Email: SRoseby@mydentist.co.uk

Attention: Company Secretary

## THE SECURITY AGENT

Signed by John Atherton for )  
and on behalf of **ARES MANAGEMENT** )  
**LIMITED:** )

Signature \_\_\_\_\_

**Address: C/O Tmf Group 8th Floor,  
20 Farringdon Street, London EC4A 4AB**

Copy to:

**Address: Ares Management Limited,  
10 New Burlington Street, 6th Floor,  
London W1S 3BE**

**Telephone: +44 207 434 6414 / 6424**

**Facsimile No: +44207 464 6401**

**Email: [OperationsLondon@aresmgmt.com](mailto:OperationsLondon@aresmgmt.com)**

**Attention: David Ribchester / Nishal Patel**