



Registration of a Charge

Company name: **INTEGRA CARE HOMES LIMITED**

Company number: **06395927**

Received for Electronic Filing: **12/11/2019**



X8I3SBAH

Details of Charge

Date of creation: **06/11/2019**

Charge code: **0639 5927 0003**

Persons entitled: **HSBC CORPORATE TRUSTEE COMPANY (UK) LIMITED, 8 CANADA SQUARE E14 5HQ, AS SECURITY AGENT (AS SECURITY AGENT FOR THE SECURED PARTIES)**

Brief description:

Contains fixed charge(s).

Contains floating charge(s) .

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:

CLIFFORD CHANCE LLP



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 6395927

Charge code: 0639 5927 0003

The Registrar of Companies for England and Wales hereby certifies that a charge dated 6th November 2019 and created by INTEGRA CARE HOMES LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 12th November 2019 .

Given at Companies House, Cardiff on 13th November 2019

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

SECURITY ACCESSION DEED

To: HSBC Corporate Trustee Company (UK) Limited as Security Agent

THIS DEED is made on 6 November 2019 by the parties listed in Schedule 1 (*The New Chargors*) of this Deed (each a "**New Chargor**") in relation to the debenture originally dated 29 June 2012 (as supplemented by supplemental deeds of charge dated 17 July 2014, 29 June 2015 and 12 September 2019) entered into by the Chargors (as defined therein) in favour of HSBC Corporate Trustee Company (UK) Limited as chargee (the "**Debenture**") in respect of the senior term loan and revolving facilities agreement dated 8 June 2012 (as amended and/or supplemented by supplemental agreements dated 16 January 2014, 17 July 2014, 29 June 2015, 26 May 2017 and 12 September 2019) between, amongst others, Listrac Midco Limited as parent and guarantor, Listrac Bidco Limited as company, borrower and guarantor, HSBC Bank PLC as Agent, the Security Agent and the financial institutions named therein as lenders.

Terms defined in the Debenture shall have the same meanings when used in this Deed.

Each New Chargor hereby confirms that, as from the date of this Deed, it intends to be a party to the Debenture as a Chargor, undertakes to perform all the obligations expressed in the Debenture to be assumed by a Chargor and agrees that it shall be bound by all the provisions of the Debenture, as if it had been an original party to the Debenture.

Details of certain of the assets of each New Chargor which are subject to the security constituted by the Debenture are set out in the Schedules to this Deed.

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

This Deed is a Finance Document under the Senior Facilities Agreement.

SCHEDULE 1

THE NEW CHARGORS

Name of Acceding Guarantor	Registration number	Jurisdiction of Incorporation
Brighton and Sussex Care Limited	7156238	England and Wales
Haven Care and Support Limited	6273239	England and Wales
Integra Care Homes Limited	6395927	England and Wales
Integra Care Management Limited	5151098	England and Wales
Keys Hill Park Limited	6511690	England and Wales
Lifeways ISS Limited	4143079	England and Wales
Lifeways Natural Networks Limited	5113725	England and Wales
Lifeways Orchard Care Limited	4084923	England and Wales
Lifeways Rose Care and Support Limited	5782691	England and Wales
Lifeways Support Options Limited	5531117	England and Wales
M-Power Housing Limited	6671565	England and Wales
Vitavia Properties (Somerset) Limited	4543161	England and Wales
Vitavia Property Management Limited	7444534	England and Wales

SCHEDULE 2

DETAILS OF SHARES

None at the date of this Deed.

SCHEDULE 3

DETAILS OF MATERIAL REAL PROPERTY

None at the date of this Deed.

SCHEDULE 4

DETAILS OF ACCOUNTS

Chargor	Account Number	Sort Code	IBAN	Account Name	Bank
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SCHEDULE 5

DETAILS OF INTELLECTUAL PROPERTY

None at the date of this Deed.

EXECUTED as a DEED

by **BRIGHTON AND SUSSEX CARE LIMITED**



Signature of Director

MATT STEVENS

Name of Director

in the presence of:



Signature of witness

HARINI VISWANATHAN

Name of witness

Alendoverly 41, one Bishops Square

Address of witness

LONDON E16AD

SOLICITOR

Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **HAVEN CARE AND SUPPORT LIMITED**

[Redacted Signature]

Signature of Director

MATT STEVENS

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MARINI VISWANATHAN

Name of witness

Alendorely W, One Bishop's Square
London, E16 1AD

Address of witness

BOUCME

Occupation of witness


Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **INTEGRA CARE HOMES LIMITED**



Signature of Director

MATT STEVENS

Name of Director

in the presence of:



Signature of witness

HARINI VISWANATHAN

Name of witness

ALLEN ROVERLY LLP, ONE BISHOPS SQUARE,
LONDON, E16 AD

Address of witness

SOLICITOR

Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens


EXECUTED as a DEED

by **INTEGRA CARE MANAGEMENT LIMITED**

 Signature of Director

MATT STEVENS Name of Director

in the presence of:

 Signature of witness

HARINI VISWANATHAN Name of witness

ALLEN&OVERLY LLP, ONE BISHOPS SQUARE,
LONDON E6 6AD Address of witness

SDUCTOR Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by KEYS HILL PARK LIMITED

[Redacted Signature]

Signature of Director

MATT STEVENS

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MARINI VISWANATHAN

Name of witness

ALLEN OVERLY LLP, ONE
BISHOPSCQUARE, LONDON, E16AD

Address of witness

SOLICITOR

Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **LIFEWAYS ISS LIMITED**



Signature of Director

MATT STEVENS

Name of Director

in the presence of:



Signature of witness

HARINI VISWANATHAN

Name of witness

ALLEN BOVERY LLP, ONE BISHOPS SQUARE
LONDON, E16AD

Address of witness

SOLICITOR

Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **LIFEWAYS NATURAL NETWORKS LIMITED**

[REDACTED] Signature of Director

MATT STEVENS Name of Director

in the presence of:

[REDACTED] Signature of witness

HARINI VISWANATHAN Name of witness

AVENUE OVERY UP, ONE BISHOPS SQUARE,
LONDON, E1 6AD Address of witness

SOLICITOR Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **LIFEWAYS ORCHARD CARE LIMITED**



Signature of Director

MATT STEVENS

Name of Director

in the presence of:



Signature of witness

MARINI VISWANATHAN

Name of witness

ALEX BOVEY LLP, ONE BISHOPS SQUARE,
LONDON, E1 6AD

Address of witness

SOLICITOR

Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **LIFEWAYS ROSE CARE AND SUPPORT LIMITED**

[REDACTED] Signature of Director

MATT STEVENS Name of Director

in the presence of:

[REDACTED] Signature of witness

HARINI VISWANATHAN Name of witness

ALLEN LODGE W/1, ONE BISHOPS SQUARE,
LONDON E16 6AD Address of witness

SDUCITOR Occupation of witness

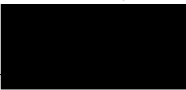
Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **LIFEWAYS SUPPORT OPTIONS LIMITED**




Signature of Director

MATT STEVENS

Name of Director

in the presence of:



Signature of witness

MADINI VISWANATHAN

Name of witness

ALLEN & OVERHILL, ONE BISHOPS SQUARE,
LONDON, E6AD

Address of witness

SOLICITOR

Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **M-POWER HOUSING LIMITED**



Signature of Director

MATT STEVENS

Name of Director

in the presence of:



Signature of witness

HARINI VISWANATHAN

Name of witness

ALLEN OVERY UP, ONE BISHOPS
LONDON, E1 6AD

SQUARE,
Address of witness

SOLICITOR

Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **VITAVIA PROPERTIES (SOMERSET) LIMITED**

[Redacted Signature]

Signature of Director

MATT STEVENS

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

HARINI VISWANATHAN

Name of witness

ALLEN OVERLY LLP, ONE BISHOPS SQUARE,
LONDON, E16AD

Address of witness

SOLICITOR

Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

EXECUTED as a DEED

by **VITAVIA PROPERTY MANAGEMENT LIMITED**

[Redacted Signature]

Signature of Director

MATT STEVENS

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

HARINI VISWANATHAN

Name of witness

ALLEN & OVERY LLP, ONE BISHOPS SQUARE,
LONDON, E16 AD

Address of witness

SOLICITOR

Occupation of witness

Address: 56 Southwark Bridge Road, SE1 0AS

Fax:

Attention: Matt Stevens

The Security Agent

HSBC CORPORATE TRUSTEE COMPANY (UK) LIMITED

By:



Chris O'Mahoney
Authorised Signatory

Address: HSBC Corporate Trustee Company (UK) Limited
Issuer Services
Level 28
8 Canada Square
London
E14 5HQ

Fax: +44 (0)20 7991 4350

Email: Cila.trustee.admin@hsbc.com

Attention: CTLA Trustee Services Administration