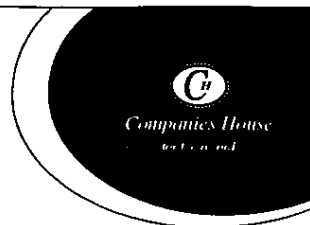


MG01

Particulars of a mortgage or charge

225809/1-3



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**
You cannot use this form
particulars of a charge for
company. To do this, please
use form MG01s

THURSDAY



A25 *A5966NNA* 23/09/2010 360
COMPANIES HOUSE

1 Company details

Company number 0 6 9 1 7 0 5 5

Company name in full East London LIFT Holdco No 3 Limited (the "Chargor")

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 Date of creation of charge

Date of creation d 1 d 0 m 0 m 9 y 2 y 0 y 1 y 0

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

The Indebtedness

(see defined terms below)

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 (the "Trustee")
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

Short particulars

2 1 The Chargor, with full title guarantee and to the intent that the security created shall rank as a continuing security for the payment and discharge of the Indebtedness

2 1 1 charges to the Trustee by way of first fixed Charge the 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, and

2 1 2 assigns absolutely to the Trustee by way of security all of its right, title and interest to and in the Distributions

Defined terms

"Beneficiaries" means the Trustee, any Lender and any Hedging Bank (and each a "Beneficiary")

"Borrower" means Ellas No 3 Limited

"Charge" means this deed of charge

"CHP" means Community Health Partnerships Limited (company number 04220587) (previously known as Partnerships for Health Limited) with its registered office at 11th Floor, New King's Beam House, 22 Upper Ground, London SE1 9BW,

"Company" means means Ellas No3 Limited a corporation incorporated under the laws of England (Company Number 06917154), having its registered office at Farncombe House, Broadway, Worcestershire WR12 7LJ,

"Distributions" includes dividends, distributions, coupon payments, interest and other sums paid or payable on account of the Shares,

(see continuation sheet)

Continuation page

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

MG01 - continuation page

Particulars of a mortgage or charge

6	Short particulars of all the property mortgaged or charged
	Please give the short particulars of the property mortgaged or charged
Short particulars	<p>"Hedging Bank" means each Hedging Bank that is a party to the Intercreditor Deed and any other person which becomes a party to the Intercreditor Deed as a Hedging Bank under clause 7 1 (Accession of Hedging Banks) of the Intercreditor Deed in each case in its capacity as provider of Hedging Arrangements to the Chargor,</p> <p>"Holdco" means East London LIFT Holdco No3 Limited (company number 06917055) whose registered office is at Farncombe House, Farncombe, Broadway, Worcestershire, WR12 7LJ,</p> <p>"Intercreditor Deed" between, inter alia, the Borrower, HoldCo, LiftCo, CHP, PCT and the Trustee dated on or about the date of this Agreement</p> <p>"Indebtedness" means all moneys, obligations and liabilities whatsoever which may now or at any time in the future be due, owing or incurred by the Chargor to the Beneficiaries or for or in respect of which the Chargor may be liable to the Beneficiaries under the terms of the Senior Funding Documents whether present or future, actual or contingent, on any account whatsoever and in any manner whatsoever, as principal or surety and whether alone or jointly with any other party or parties including, without limitation, interest, legal and other costs, charges and expenses,</p> <p>"Lease Plus Agreement" means the Lease Plus Agreement relating to the Mortgaged Property granted by the Borrower as landlord to the Tenant at the date hereof in a form approved by the Lender and includes any variation, amendment or extension of such agreement,</p> <p>"Liftco" means East London Lift Company Limited (company number 04573567) whose registered offices is Farncombe House, Farncombe, Broadway, Worcestershire, WR12 7LJ,</p> <p>"Mortgaged Property" means Newby Place Health and Wellbeing Centre, 21 Newby Place, Tower Hamlets E14 0EY</p> <p>"PCT" means Tower Hamlets PCT (also known as NHS Tower Hamlets) and/or any other body (whether statutory or otherwise) in its capacity as either a shareholder pursuant to Clause 3 of the Shareholders Agreement, other than as a result of a transaction that is not associated with or consequential upon any reorganisation or reallocation of the powers, functions and statutory duties of the transferring party and/or a tenant of the Mortgaged Property under a Lease Plus Agreement (howsoever the context permits),</p> <p>"Shares" means 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 shall be construed as placing on the Trustee any liability whatsoever in respect of any calls, instalments or other payment relating to the Shares or any part of them</p> <p>"Shareholders Agreement" means the shareholders agreement dated 29 May 2003 and made between, inter alios, LiftCo, East London Lift Investments Limited, CHP and the PCT,</p> <p>"Tenant" means Tower Hamlets Primary Care Trust</p>

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


Bevan Brittan LLP


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	Lucy Masters
Company name	Bevan Brittan LLP
Address	
Kings Orchard	
1 Queen Street	
Post town	Bristol
County/Region	
Postcode	B S 2 0 H Q
Country	
DX	7828 Bristol 1
Telephone	0870 194 3095


 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

<p>Please make sure you have remembered the following</p> <ul style="list-style-type: none"> <input type="checkbox"/> The company name and number match the information held on the public Register <input type="checkbox"/> You have included the original deed with this form <input type="checkbox"/> You have entered the date the charge was created <input type="checkbox"/> You have supplied the description of the instrument <input type="checkbox"/> You have given details of the amount secured by the mortgagee or chargee <input type="checkbox"/> You have given details of the mortgagee(s) or person(s) entitled to the charge <input type="checkbox"/> You have entered the short particulars of all the property mortgaged or charged <input type="checkbox"/> You have signed the form <input type="checkbox"/> 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,
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 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. 6917055
CHARGE NO. 1**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF CHARGE OVER SHARES
DATED 10 SEPTEMBER 2010 AND CREATED BY EAST LONDON
LIFT HOLDCO NO3 LIMITED FOR SECURING ALL MONIES DUE
OR TO BECOME DUE FROM THE COMPANY TO THE
BENEFICIARIES ON ANY ACCOUNT WHATSOEVER UNDER
THE TERMS OF THE AFOREMENTIONED INSTRUMENT
CREATING OR EVIDENCING THE CHARGE WAS REGISTERED
PURSUANT TO CHAPTER 1 PART 25 OF THE COMPANIES ACT
2006 ON THE 23 SEPTEMBER 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27 SEPTEMBER
2010



Companies House
— for the record —

DX



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES