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

* Insert full name
of company

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

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

For official use Company number

3

04393442

Name of company

*Grandyard Limited ("the Company")

Date of creation of the charge

4 August 2009

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

Charge over Shares ("the Charge")

Amount secured by the mortgage or charge

All present and future obligations and liabilities (including without
limitation all sums of principal, interest and expenses) whether actual
or contingent and whether owed solely or jointly and whether as principal
debtor, guarantor, cautioner, surety, indemnifier or otherwise (or the
equivalent in any other relevant jurisdiction) of the Company to the
Bank; and in whatever manner and on any account.

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

The Royal Bank of Scotland plc ("the Bank")
36 St Andrew Square

Edinburgh

Postcode EH2 2YB

Presenter's name, address and
reference (if any):

DUNDAS & WILSON CS LLP,
191 WEST GEORGE STREET
GLASGOW
G2 2LD

Time critical reference

JAO/DEM/RBS011.0374

For official use (02/2006)
Mortgage Section

Post room

FRIDAY



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14/08/2009

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COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Shares and any dividend or interest paid or payable in relation to any Share by way of redemption, substitution, exchange, bonus or preference under option rights or otherwise.

"Shares" means 23,853,720 Ordinary Shares of £1.00 each in the capital of Elandome Limited (as described in the Schedule to the Charge) together with all other shares held from time to time by or for the Company which are intended to be subject to the terms of the Charge.

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

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† Delete as appropriate

Particulars as to commission allowance or discount (note 3)

N/A

Signed David E. Smith for Dundee & Smith CS LLP Date 13 August 2009

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

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. A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. 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 CF4 3UZ.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4393442
CHARGE NO. 3**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A CHARGE OVER SHARES DATED 4
AUGUST 2009 AND CREATED BY GRANDYARD LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO THE ROYAL BANK OF SCOTLAND PLC UNDER
THE TERMS OF THE AFOREMENTIONED INSTRUMENT
CREATING OR EVIDENCING THE CHARGE WAS REGISTERED
PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT
1985 ON THE 14 AUGUST 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 18 AUGUST 2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES