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COMPANIES FORM No. 466(Scot)

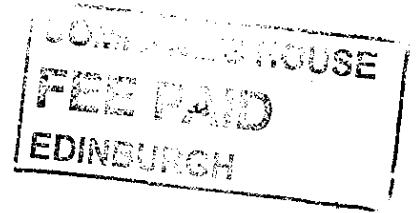
# 466

## Particulars of an instrument of alteration to a floating charge created by a company registered in Scotland

CHFP025

Please do not  
write in this  
margin

A fee of £10 is payable to Companies House in respect  
of each register entry for a mortgage or charge.



Pursuant to section 410 and 466 of the Companies Act 1985

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

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

For official use

Company number



SC9364

Name of company

JOHN WATSON &amp; CO LIMITED

\* insert full name  
of company

Date of creation of the charge (note 1)

23 DECEMBER 1997

Description of the instrument creating or evidencing the charge or of any ancillary document which has  
been altered (note 1)

BOND AND FLOATING CHARGE

Names of the persons entitled to charge

THE ROYAL BANK OF SCOTLAND PLC, a company registered in Scotland  
(registered number SC90312) and having its registered office at 36 St  
Andrews Square, Edinburgh, EH2 2YB

Short particulars of all the property charged

THE WHOLE OF THE PROPERTY (INCLUDING UNCALLED CAPITAL) WHICH IS OR MAY BE  
FROM TIME TO TIME WHILE THE BOND AND FLOATING CHARGE IS IN FORCE COMPRISED  
IN THE COMPANY'S PROPERTY AND UNDERTAKING.

Presentor's name address and  
reference (if any):

Wright Johnston & Mackenzie  
302 St Vincent Street  
Glasgow  
G2 5RZ

GW 129 Glasgow

For official use  
Charges Section

Post room



Names, and addresses of the persons who have executed the instrument of alteration (note 2)

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write in  
this margin*

JOHN WATSON & CO LIMITED a company registered in Scotland (registered number SC9364) and having its registered office at 35/47 Kyle Street, Glasgow, G40 0JQ ("**the Company**")

THE ROYAL BANK OF SCOTLAND PLC, a company registered in Scotland (registered number SC90312) and having its registered office at 36 St Andrews Square, Edinburgh, EH2 2YB ("**the Bank**")

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

JOHN WATSON of Bankell House, Strathblane Road, Milngavie, Glasgow ("**JW**")

Date(s) of execution of the instrument of alteration

6th and 19th of May 2004

A statement of the provisions, if any, imposed by the instrument of alteration prohibiting or restricting the creation by the company of any fixed security or any other floating charge having, priority over, or ranking pari passu with the floating charge

n/a

Short particulars of any property released from the floating charge

n/a

The amount, if any, by which the amount secured by the floating charge has been increased

n/a

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write in  
this margin

A statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

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

The respective sums secured under: (i) the bond and floating charge granted by the Company in favour of the Bank dated 23rd December 1997 and registered on 30th December 1997 ("**the Bank Floating Charge**"); and (ii) the bond and floating charge granted or about to be granted by the Company in favour of JW ("**the JW Floating Charge**") shall rank in the following order of priority:-

FIRST the Bank Floating Charge to the extent of £950,000 of principal together with one year's interest, costs, expenses and charges;

SECOND the JW Floating Charge to the extent of £750,000 of principal together with one year's interest, costs, expenses and charges;

THIRD the Bank Floating Charge to the extent of any further sums due or to become due to the Bank; and

FOURTH the JW Floating Charge to the extent of any further sums due or to become due to JW.

Continuation of the statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

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this margin*

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

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.  
(See Note 5)

Signed  MEMBER, FOR WRIGHT, JOHNSTON & MACKENZIE LLP Date 24 May 2004

On behalf of [company][chargee] †

† delete as appropriate

### Notes

1. A description of the instrument e.g. "Instrument of Charge" "Debenture" etc, as the case may be, should be given. For the date of creation of a charge see section 410(5) of the Companies Act.
2. In accordance with section 466(1) the instrument of alteration should be executed by the company, the holder of the charge and the holder of any other charge (including a fixed security) which would be adversely affected by the alteration.
3. A certified copy of the instrument of alteration, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of execution of that instrument.
4. A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.
5. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:-  
Companies Registration Office, 37 Castle Terrace, Edinburgh, EH1 2EB

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## **CERTIFICATE OF THE REGISTRATION OF AN ALTERATION TO A FLOATING CHARGE**

Company number 9364

I hereby certify that particulars of an instrument of alteration dated  
19 MAY 2004

were delivered pursuant to section 410 of the Companies Act, 1985,  
on 25 MAY 2004.

The instrument relates to a charge created on 23 DECEMBER 1997

by JOHN WATSON & CO LIMITED

in favour of THE ROYAL BANK OF SCOTLAND plc

for securing ALL SUMS DUE, OR TO BECOME DUE

Given at Companies House, Edinburgh  
26 MAY 2004



**C O M P A N I E S   H O U S E**



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

# REGISTER of Charges, Alterations to Charges,

COMPANY: SC009364 CHARGE: 8

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the acquisition of the Property	(5) Amount secured by the Charge  £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
30/12/1997		23/12/97 BOND & FLOATING CHARGE		ALL SUMS DUE, OR TO BECOME DUE	UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE OF THE COMPANY INCLUDING UNCALLED CAPITAL	THE ROYAL BANK OF SCOTLAND plc

## Memoranda of Satisfaction and Appointments etc. of Receivers

**N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars**

**COMPANY: SC009364 CHARGE: 8**

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement of the provisions if any regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
				Name	Date of Appointment	Date of Ceasing to act
<p>COMPANY ARE EXPRESSLY PROHIBITED FROM CREATING SUBSEQUENT FIXED SECURITY HAVING PRIORITY OVER OR RANKING EQUALLY WITH THE FLOATING CHARGE</p>						

**N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars**

**COMPANY: SC009364 CHARGE: 8**

Instruments of Alteration to a Floating Charge					
(13) Date of Execution	(14) Names of the persons who have executed the instrument	(15) The provisions, if any, prohibiting or restricting the creation by the Company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with, the floating charge.	(16) The provisions, if any, varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges.	(17) Short particulars of any property released from the floating charge	(18) The amount, if any, by which the amount secured by the floating charge has been increased.  £
	JOHN WATSON THE ROYAL BANK OF SCOTLAND plc JOHN WATSON & CO. LIMITED				