



COMPANIES FORM No 410(Scot)

# Particulars of a charge created by a company registered in Scotland

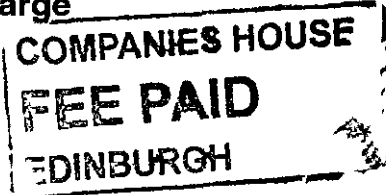
# 410

CHFP021

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

Please do not  
write in  
this margin

Pursuant to section 410 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

75

SC36368

Name of company

\* insert full name  
of company

\*Mackays Stores Limited (the "Company")

Date of creation of the charge (note 1)

19 May 2008

Description of the instrument (if any) creating or evidencing the charge (note 1)

Floating Charge

Amount secured by the charge

All sums and obligations which may be due by the Company from time to time to the Bank whether solely or jointly with any company, firm or other person, whether as principal or surety and whether actually or contingently, including, without prejudice to the foregoing generality, sums and obligations for which the Company is or may become liable to the Bank upon any banking account anywhere operated upon by the Company or with the Company's authority and upon bills, promissory notes, letters of credit, guarantees and other documents of any kind, and all interest, discount, commission and banking charges

Names and addresses of the persons entitled to the charge

Clydesdale Bank Public Limited Company (the "Bank")

30 St Vincent Place, Glasgow

Presentor's name address telephone  
number and reference (if any)

Morton Fraser  
30 31 Queen Street  
Edinburgh EH2 1JX  
Tel 0131 247 1000

REF 1C MAC002/PS1/ASM

For official use (06/2005)  
Charges Section



Short particulars of all the property charged

The whole of the property which is, or may be from time to time while the floating charge is in force, comprised in the Company's property and undertaking, including our uncalled capital for the time being

Please do not  
write in  
this margin

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

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

- (1) Except as herein otherwise provided or as may hereafter be otherwise agreed in writing by the Bank, the floating charge shall rank in priority to any fixed security as defined in the Companies Act, 1985, or any statutory amendment or re enactment thereof for the time being in force (which Act as so amended or re enacted is hereinafter referred to as 'the said Act') and any other floating charge, being a fixed security or floating charge which shall have been created by the Company after the Company's execution hereof
- (2) Without the previous consent in writing of the Bank the Company shall not be entitled or at liberty to create or grant any such fixed security or floating charge or any other security, mortgage or charge affecting the Company's assets or any part thereof, heritable or moveable, or to sell, dispose of or deal with, otherwise than in the ordinary course of the Company's business and for the purpose of carrying on the same, the Company's book or other debts, securities for money or any other part of the Company's assets, heritable or moveable, declaring that the sale or assignation or other disposal of any such debts or securities in connection with the factoring or discounting thereof shall not be deemed to be in the ordinary course of business, and
- (3) Any such fixed security already subsisting in favour of the Bank or which may at any time hereafter be granted by the Company in favour of the Bank shall rank in priority to the floating charge hereby created

Particulars as to commission, allowance or discount paid (see section 413(3))

N/A

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

Signed Sam Younger For MORTON FRANK LLP Date 2/06/2008  
On behalf of [company] [chargee] †

Notes

1 A description of the instrument e.g. 'Standard Security' 'Floating Charge' etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples: date of signing of an Instrument of Charge, date of recording / registration of a Standard Security, date of intimation of an Assignment)

2 In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge, and / or (2) 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 which is the subject of the floating charge or any part of it

3 A certified copy of the instrument, if any, creating or evidencing the charge, 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 the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered

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 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, 37 Castle Terrace, Edinburgh EH12EB  
DX 235 Edinburgh 1 or LP 4 Edinburgh 2

† delete as  
appropriate



**FILE COPY**

**CERTIFICATE OF THE REGISTRATION  
OF A CHARGE**

COMPANY NO. 36368

CHARGE NO. 75

I HEREBY CERTIFY THAT A CHARGE CREATED BY MACKAYS  
STORES LIMITED

ON 19 MAY 2008

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF CLYDESDALE BANK PLC

WAS DELIVERED PURSUANT TO SECTION 410 OF THE  
COMPANIES ACT 1985 ON 5 JUNE 2008

GIVEN AT COMPANIES HOUSE, EDINBURGH 6 JUNE 2008



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES