

M

CHFP041

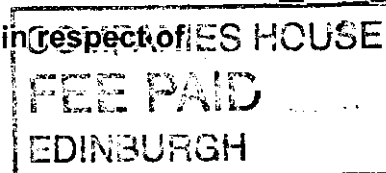
COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

410

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

Pursuant to section 410 of the Companies Act 1985



Please do not
write in
this margin

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

* insert full name
of company

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

For official use Company number

Name of company

158

SC069229

* APPLECROSS PROPERTIES LIMITED (the "Borrower")

Date of creation of the charge (note 1)

12 December 2008

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

LEGAL CHARGE

Amount secured by the charge

All or any money and liabilities which shall from time to time (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to BoS by the Borrower, whether actually or contingently, solely or jointly and whether as principal or surety (or guarantor or cautioner) including any money or liabilities of the Borrower to a third party which have been assigned or novated to or otherwise vested in BoS and including discount, commission and other lawful charges or expenses which BoS may in the course of its business charge or incur in respect of any of those matters or for keeping the Borrower's account, together with Interest upon them and Expenses relating to them (the "Secured Liabilities").

For Definitions see Paper Apart.

If there is not enough
space on this form
you may use the
prescribed
continuation sheet
410cs

Names and addresses of the persons entitled to the charge

BANK OF SCOTLAND PLC ("BoS")
The Mound
Edinburgh
EH1 1YZ

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

Sample Fraser LLP
80 George Street
Edinburgh
EH2 3BU
ED447

For official use (02/2006)

CH

SATURDAY



SQ3Y65TN

SCT

20/12/2008

874

COMPANIES HOUSE

Short particulars of all the property charged

See Paper Apart.

*Please do not
write in
this margin*

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

*If there is not
enough space
on this form
you may use
the prescribed
continuation
sheet 410cs*

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

N/A

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  Simon King

Date 19/12/08

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 EH1 2EB
DX 235 Edinburgh or LP-4 Edinburgh 2

† delete as
appropriate

Paper Apart to Form 410

APPLECROSS PROPERTIES LIMITED

Registered Number: SC069229

Short particulars of all the property charged.

The Borrower with full title guarantee charges to BoS as security for the Secured Liabilities:-

- 1.1 by way of legal mortgage the Property together with all present and future buildings and fixtures (including trade and tenant's fixtures) which are at any time on or attached to the Property;
- 1.2 by way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property;
- 1.3 by way of fixed charge all plant, machinery and other items attached to and forming part of the Property on or at any time after the date of the Legal Charge;
- 1.4 by way of assignment the Rental Sums together with the benefit of all rights and remedies of the Borrower relating to them to hold to BoS absolutely subject to redemption upon repayment of the Secured Liabilities;
- 1.5 by way of fixed charge all rights and interests in and claims made under any insurance policy relating to any of the property charged under the Legal Charge;
- 1.6 if the Borrower is a company (which shall include an industrial and provident society registered under the Industrial and Provident Society Acts) by way of floating charge all unattached plant, machinery, chattels and goods now or at any time after the date of the Legal Charge on or in or used in connection with the Property or the business or undertaking conducted at the Property.

Definitions

"Conditions" means BoS's Commercial Charge Conditions (2007 Edition).

"Expense" or "Expenses" mean the total of the following:

- (i) any commission and other charges which BoS may from time to time charge to the Borrower in the ordinary course of BoS's business in respect of the Secured Liabilities or any service provided by BoS to the Borrower;
- (ii) any costs, charges, premiums, fees and expenses incurred from time to time by BoS under the Conditions and which are either repayable by the Borrower under the Conditions or are incurred in the exercise by BoS of its powers under the Conditions;
- (iii) any costs, charges and expenses incurred by BoS in connection with BoS doing anything to protect the Standard Security or to obtain possession of or sell or deal (in any other way allowed by the Conditions) with the Property;

together with Value Added Tax upon such sums where appropriate.

"Interest" means any sum of money payable to BoS by way of interest upon the Secured Liabilities.

"Owner" means any and every person (whether the Borrower or otherwise) who has granted a Legal Charge to BoS as security for the Secured Liabilities and also:

- (i) the Owner's successors and personal representatives; and
- (ii) any person to whom the Owner's interest in all or part of the Property has been transferred or otherwise disposed of without such interest first being released from the effect of the Charge.

"Property" means the leasehold property known as 2 Brickyard Close, Balsall Common, Coventry CV7 7EN registered at the Land Registry under Title Number WM838640.

"Rental Sums" means all rents, profits, income, fees and other sums at any time payable by any lessees, underlessees, tenants or licensees of the Property to the Owner pursuant to the terms of any agreements for lease, leases, underleases, tenancies or licences to which all or any part of the Property is subject but not any sums payable in respect of services provided to such lessees, underlessees, tenants or licensees or payable in respect of insurance premiums or reasonable professional fees or expenses.



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 69229

CHARGE NO. 158

I HEREBY CERTIFY THAT A CHARGE CREATED BY
APPLECROSS PROPERTIES LIMITED

ON 12 DECEMBER 2008

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF BANK OF SCOTLAND PLC

WAS DELIVERED PURSUANT TO SECTION 410 OF THE
COMPANIES ACT 1985 ON 20 DECEMBER 2008

GIVEN AT COMPANIES HOUSE, EDINBURGH 23 DECEMBER
2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES