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CHFP041

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

* insert full name
of company

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

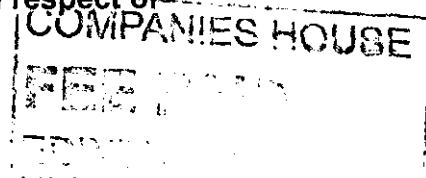
COMPANIES FORM No. 410(Scot)

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



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

For official use Company number

161

SC069229

Name of company

APPLECROSS PROPERTIES LIMITED (the "Borrower")

Date of creation of the charge (note 1)

19 December 2008

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

STANDARD SECURITY

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, guarantor, cautioner or surety, 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.

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
Charges Se

WEDNESDAY



SCT 24/12/2008 1679
COMPANIES HOUSE

Short particulars of all the property charged

ALL and WHOLE 87/10 East London Street, Edinburgh EH7 4BQ being the subjects registered in the Land Register of Scotland under Title Number MID2435 (the "Property").

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

[Signature] FIA SEMAN LMA LLP

Date

23/12/08

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

Definitions

"Act" means the Conveyancing and Feudal Reform (Scotland) Act 1970 as amended by the Redemption of Standard Securities (Scotland) Act 1971 and any further amendment to it or re-enactment or replacement of it from time to time.

"Conditions" means the conditions contained in the Deed of Conditions and the Standard Conditions (as varied and extended by this deed), and reference to a numbered Condition is to the relevant Condition in the Deed of Conditions.

"Deed of Conditions" means the Deed of Commercial Standard Security Conditions by the Governor and Company of the Bank of Scotland (now known as Bank of Scotland plc) dated 24 May 2006 and registered in the Books of Council and Session on 25 May 2006 and any variation or extension thereof, words defined in the Deed of Conditions having the same meaning in the Standard Security.

"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.

"Standard Conditions" means the Standard Conditions set out in Schedule 3 to the Act.



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 69229

CHARGE NO. 161

I HEREBY CERTIFY THAT A CHARGE CREATED BY
APPLECROSS PROPERTIES LIMITED

ON 19 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 24 DECEMBER 2008

GIVEN AT COMPANIES HOUSE, EDINBURGH 30 DECEMBER
2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES