

# M

CHFP041

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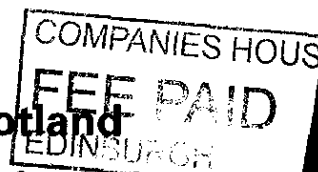
\* insert full name  
of company

COMPANIES FORM No. 410(Scot)

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

A fee of £10 (£13 for forms delivered on or after 1 February 2005) 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



# 410

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

For official use Company number

Name of company

33

SC114233

\*Kingsway Entertainments Limited

Date of creation of the charge (note 1)

16 September 2005

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

Standard Security

Amount secured by the charge

See Paper Apart 1

Names and addresses of the persons entitled to the charge

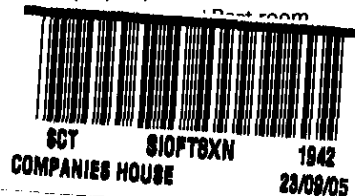
The Royal Bank of Scotland plc  
36 St Andrew Square  
Edinburgh  
EH2 2YB

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

Semple Fraser LLP  
80 George Street  
Edinburgh  
EH2 3BU  
Ref - DAR/PMA/12528-2

For official use (10/03)

Charges:



Short particulars of all the property charged

See Paper Apart 2

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

None

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

None

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

Signed MTC FOR SEMANG PARTNER LLP

Date 22-9-05

On behalf of [company] ~~charged~~

† delete as  
appropriate

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 £10 (£13 for forms delivered on or after 1 February 2005) 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

**KINGSWAY ENTERTAINMENTS LIMITED**  
**SC114233**  
**FORM 410**

**Paper Apart 1**

All liabilities under a senior facility agreement dated on or about 18 August 2005 as it may be amended and/or restated from time to time between amongst others Gala Group Finance Limited as borrower, The Royal Bank of Scotland plc and Lehman Brothers International (Europe) as Mandated Lead Arrangers, the Lenders named in that agreement, The Royal Bank of Scotland plc as Facility Agent, The Royal Bank of Scotland plc as Security Trustee, and The Royal Bank of Scotland plc as Issuing Bank.

**Paper Apart 2**

ALL and WHOLE the subjects known as and forming 17 -19 Commercial Road, Leven, Fife being ALL and WHOLE that piece of ground at Commercial Road, Leven within the town of Leven, Barony and Parish of Scoonie and County of Fife, described in the Charter of Novodamus granted by Robert Christie of Durie in favour of Jane Wilson and another dated Twenty-first June and recorded in the Division of the General Register of Sasines applicable to the County of Fife on First July both months in the year Eighteen Hundred and Ninety Two; TOGETHER WITH (1) the former theatre or picture house now forming and known as the "Regent Bingo Hall, Leven", and whole other buildings erected on that piece of ground hereby described; (2) the goodwill of the business carried therein and thereon; (3) the fixtures and fittings in and upon the said subjects hereby described; (4) the whole rights, common, mutual and exclusive effeiring thereto; (5) the whole parts, privileges and pertinence thereof; and (6) their whole respective rights, title and interest, present and future, in and to the subjects and others hereby described

**FILE COPY**



**CERTIFICATE OF THE REGISTRATION  
OF A CHARGE**

Company number 114233

I hereby certify that a charge created by

KINGSWAY ENTERTAINMENTS LIMITED

on 16 SEPTEMBER 2005

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of THE ROYAL BANK OF SCOTLAND plc

was delivered pursuant to section 410 of the Companies Act, 1985,  
on 23 SEPTEMBER 2005 given at Companies House, Edinburgh  
27 SEPTEMBER 2005



**C O M P A N I E S   H O U S E**

