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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

COMPANIES HOUSE
FEE PAID
EDINBURGH

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: 2

Company number: SC246391

Name of company

** insert full name of company*

*GILES HOLDINGS LIMITED (the "Company")

Date of creation of the charge (note 1)

10 July 2006

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

Floating Charge (the "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 (as defined below) 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 are or may become liable to the Bank upon any banking account anywhere operated 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 (Company Number SC001111) (the "Bank")

30 St Vincent Place, Glasgow

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

Biggart Baillie, Solicitors
310 St Vincent Street
Glasgow G2 5QR

GETD/DWG/SCC/2069.404

For official use (06/2005)
Charges Section

SCT *STCUPH86* 1001
COMPANIES HOUSE 19/07/2006

Short particulars of all the property charged.

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The whole of the property which is, or may be from time to time while the Floating Charge is in place, comprised in the Company's property and undertaking, including uncalled capital for the time being.

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)

See Paper Apart 1

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 _____ Date 17/07/06

On behalf of [~~company~~] [chargee] †

† 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 Assignation.)

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

PAPER APART 1

(1) Except as otherwise provided in the Floating Charge or as may after the date of the Floating Charge 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 their execution of the Floating Charge;

(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 after the date of the Floating Charge be granted by the Company in favour of the Bank shall rank in priority to the Floating Charge.

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CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number 246391

I hereby certify that a charge created by

GILES HOLDINGS LIMITED

on 10 JULY 2006

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of CLYDESDALE BANK PUBLIC LIMITED COMPANY

was delivered pursuant to section 410 of the Companies Act, 1985,
on 19 JULY 2006 given at Companies House, Edinburgh
21 JULY 2006

REGISTRAR OF COMPANIES FOR SCOTLAND

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

COMPANIES HOUSE