In accordance with Section 878 of the Companies Act 2006.

MG01s

Particulars of a charge created by a company registered in Scotland

COMPANIES HOUSE EDINBURGH

A fee is payable with this form.
We will not accept this form unless you send the correct fee.
Please see 'How to pay' on the last page.

✓ **What this form is for**
You may use this form to register particulars of a charge created by a Scottish company.

X **What this form is NOT for**
You cannot use this form to register particulars of a mortgage or charge created by a company in England and Wales or Northern Ireland. To do this, please use form MG01.

WEDNESDAY

"STO26V7J"
SCT 22/06/2011 307
COMPANIES HOUSE

For official use

→ **Filling in this form**
Please complete in typescript or in bold black capitals.
All fields are mandatory unless specified or indicated by *

1 Company details

Company number	S C 2 6 0 2 1 1
Company name in full	24X2 Investments Ltd (the "**Company**")

2 Date of creation of charge

Date of creation	1 4 / 0 6 / 2 0 1 1

3 Description

Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Standard security', 'Floating charge' etc.

Description	Floating charge (the "**Charge**")

4 Amount secured

Please give us details of the amount secured by the charge.

Amount secured	All present and future obligations and liabilities (including without limitation all sums of principal, interest and expenses) whether actual or contingent and whether owed solely or jointly and whether as principal debtor, guarantor, cautioner, surety, indemnifier or otherwise (or the equivalent in any other relevant jurisdiction) of the Company to Clydesdale Bank PLC (trading as both Clydesdale Bank and Yorkshire Bank) (the "**Bank**"); and in whatever manner and on any account.

Continuation page
Please use a continuation page if you need to enter more details.

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5 **Mortgagee(s) or person(s) entitled to the charge**

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge.

Continuation page
Please use a continuation page if you need to enter more details.

Name	Clydesdale Bank PLC (trading as both Clydesdale Bank and Yorkshire Bank) (Company Number SC001111)
Address	30 St Vincent Place
	Glasgow
Postcode	G1 2HL
Name	
Address	
Postcode	

6 **Short particulars of all the property charged**

Please give the short particulars of the property charged.

Continuation page
Please use a continuation page if you need to enter more details.

Short particulars

The whole of the property, assets and rights (including uncalled capital) which are or may from time to time while the Charge is in force be comprised in the property and undertaking of the Company.

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7 **Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision ❶**

The Company undertakes to the Bank that it will not except for a Permitted Encumbrance create or allow to subsist any Encumbrance. In the event that the Company creates any Encumbrance in breach of this prohibition, the Charge shall rank in priority to that Encumbrance.

Except for a Permitted Encumbrance, no Encumbrance shall rank in priority to or equally with or postponed to the Encumbrance created by the Charge.

"**Encumbrance**" means any mortgage, standard security, charge (whether fixed or floating), assignment, assignation, pledge, encumbrance, hypothecation, security interest, title retention or other preferential right having the effect of creating security.

"**Permitted Encumbrances**" means: (a) a fixed security in favour of the Bank; (b) any Encumbrance arising by operation of law and in the ordinary and usual course of trading of the Company; and (c) an Encumbrance consented to in writing by the Bank.

❶ 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.

8 **Particulars as to commission, allowance or discount (if any)**

Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his:

- subscribing or agreeing to subscribe, whether absolutely or conditionally, or
- procuring or agreeing to procure subscriptions, whether absolute or conditional,

for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.

Commission allowance or discount: NIL

9 **Delivery of instrument**

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 change.

In the case of a charge created out of the United Kingdom (UK), comprising property situated outside the UK, 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 UK. Certified copies of any other documents relevant to the charge should also be delivered.

10 **Signature ❷**

Please sign the form here.

Signature

Signature

X X

❷ **Signature**
This form must be signed by a person with an interest in the registration of the charge.

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name	
Company name	Clydesdale Bank PLC
Address	Business Lending Services
	20 Merrion Way
Post town	Leeds
County/Region	West Yorkshire
Postcode	L S 2 8 N Z
Country	England
DX	DX713928 Leeds 30
Telephone	0845 604 4626

Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have included a certified copy of the deed (if any) with this form.
- ☐ You have entered the date the charge was created.
- ☐ You have supplied the description of the instrument.
- ☐ You have given details of the amount secured by the chargee.
- ☐ You have given details of the mortgagee(s) or *person(s) entitled to the charge.*
- ☐ You have entered the short particulars of all the property charged.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee.

Important information

Please note that all information on this form will appear on the public record.

How to pay

A fee of £13 is payable to Companies House in respect of each charge.

Make cheques or postal orders payable to 'Companies House.'

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth Floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

COMPANY NO. 260211

CHARGE NO. 12

I HEREBY CERTIFY THAT A CHARGE CREATED BY 24X2 INVESTMENTS LIMITED

ON 14 JUNE 2011

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF CLYDESDALE BANK PLC

WAS DELIVERED PURSUANT TO SECTION 878 OF THE COMPANIES ACT 2006 ON 22 JUNE 2011

GIVEN AT COMPANIES HOUSE, EDINBURGH 23 JUNE 2011

Companies House
— for the record —

REGISTRAR OF COMPANIES FOR SCOTLAND

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES