

MG01s

Particulars of a charge created by a company registered in Scotland

13/001404



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27/09/2012

#281

COMPANIES HOUSE

THURSDAY

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.

✗ **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.

For further information, please
refer to our guidance at
www.companieshouse.gov.uk

1 Company details

Company number S C 2 6 8 1 3 2
Company name in full ABDEN LIMITED (the "Company")

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 *

2 Date of creation of charge

Date of creation d1 d2 m0 m9 y2 y0 y1 y2

3 Description

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

Description A Bond and Floating Charge between (1) the Company and (2) the Secured
Party (the "Charge")

4 Amount secured

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

Amount secured All of the Company's obligations to the Secured
Party (present, future, actual or contingent and
whether incurred alone or jointly with another)
including interest and expenses.

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	Lloyds TSB Scotland plc ("the Secured Party")	
Address	Henry Duncan House	
	120 George Street, Edinburgh	
Postcode	E H 2 4 L H	
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	<p>All the Company's assets and property (including uncalled capital) present and future and wherever situated.</p> <p>Note:- The Bond and Floating Charge contains provisions by which the Company undertakes to the Secured Party that it will not without the Secured Party's consent:-</p> <p>(a) sell, assign, licence, sub-licence, discount, factor or otherwise dispose of or deal in any other way with the assets and property (the Company can collect proceeds of book and other debts and monetary claims in the ordinary course of the Company's business);</p> <p>(b) create or allow to come into being any security or charge over any of the property;</p> <p>(c) create or issue any debenture, debenture stock or loan capital;</p> <p>(d) become cautioner, guarantor, indemnifier or surety for any person;</p> <p>(e) present a petition for an administration order in relation to the Company;</p> <p>(f) Other than in the ordinary course of business, alter the use of heritable property, part with occupation of part or all of heritable property, make alterations to the heritable property, demolish, pull down or remove any part of the heritable property, erect any structure on the heritable property, lessen the value of the heritable property, do anything to prejudicially affect the insurance of the heritable property; keep, treat or dispose of waste in on or under the heritable property (except in accordance with Environmental laws); apply for or accept an Improvement Grant under the Housing (Scotland) Acts 1987-2001; or grant any servitude, wayleave, real condition or burden, or water or drainage right or knowingly permit the creation of any servitude upon or affecting the heritable property;</p> <p>(g) sell, dispose of or agree to sell or dispose any asset or property, unless in the ordinary course of business or execute or agree to execute any conveyance, disposition, transfer or assignation of assets or property;</p> <p>(See continuation sheet)</p>	

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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 ^①

The Bond and Floating Charge provides that:-

(i) The Secured Creditor may require the Company to enter into in any form specified by the Secured Creditor such specific or fixed or floating charge over all or any part of the Property;

(ii) Any fixed security granted presently or in the future by the Company in favour of the Secured Creditor will have priority over the Bond and Floating Charge;

(iii) the Bond and Floating Charge will rank in priority to any other fixed security or floating charge in favour of a different lender created by the Company any time after the execution of the Bond and Floating Charge;

(iv) The Company cannot create or allow to continue in force after the execution of the Bond and Floating Charge any fixed security or floating charge over all or part of the Property ranking postponed to the Bond and Floating Charge.

^① 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.

Continuation page

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

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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 charge.

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 ②**

Please sign the form here.

Signature

Signature

X *Deek Curz Par* X
AMS Cur M'herron LLP

② 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 Derek Cameron

Company name CMS Cameron McKenna

Address 6 Queens Road

Aberdeen

Post town

County/Region

Postcode A B 1 5 4 2 T

Country

DX AB64

Telephone 01224 622002



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

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Short particulars of all the property charged

Please give the short particulars of the property charged.

Short particulars

(h) other than in the ordinary course of business, enter into any lease, sub-lease, tenancy or licence of heritable property to the Company and lease, sub-lease, let out on hire or grant a tenancy or licence of all or any part of the property for a period in excess of one year.
(i) call on or accept payment of any uncalled capital.
(j) transfer any part of the property to any subsidiary or holding company of the Company.



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 268132

CHARGE NO. 1

I HEREBY CERTIFY THAT A CHARGE CREATED BY ABDEN
LIMITED

ON 12 SEPTEMBER 2012

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF LLOYDS TSB SCOTLAND PLC

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 27 SEPTEMBER 2012

GIVEN AT COMPANIES HOUSE, EDINBURGH 27 SEPTEMBER
2012



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES