

MG01s

Particulars of a charge created by a company
registered in Scotland



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LASERFORM

13/808452

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
particulars of a mortgage or
created by a company in En
and Wales or Northern Irela
this, please use form MG01.

THURSDAY



SCT

S227QESB

14/02/2013

COMPANIES HOUSE

#636

1

Company details

Company number

S C 2 6 9 4 9 5

Company name in full

Netidme Limited ("the Chargor")

For official use

8

→ **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

3 0 0 1 2 0 1 3

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 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 the Lender by the Chargor, whether actually or
contingently, solely or jointly and whether as principal, guarantor,
cautioner or surety including any money and liabilities of the Chargor
to a third party which have been assigned or novated to or otherwise
vested in the Lender, and including interest, discount, commission
and other lawful charges or expenses which the Lender may in the
course of its business charge or incur in respect of any of those
matters or for keeping the Chargor's account, and so that interest
shall be computed and compounded according to the usual bank
rates and practice as well after as before any demand made or
decree obtained under or in relation to the Charge ("the Secured
Obligations").

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 Scottish Enterprise ("the Lender")

Address Atrium Court, 50 Waterloo Street

Glasgow

Postcode G 2 6 H Q

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 Chargor, as continuing security for the payment or discharge of the Secured Obligations, grants to the Lender a floating charge over all the Assets.

Definitions:-

"Assets" means the whole of the property (including uncalled capital) and rights which is or may be from time to time comprised in the property and undertaking of the Chargor.

"BoS" means Bank of Scotland plc, a company incorporated and registered in Scotland (Company Number SC32700) whose registered office is at The Mound, Edinburgh EH1 1YZ;

"BoS Charge" means the floating charge granted by the Chargor in favour of BoS created on 1 September 2010 and registered at Companies House on 4 September 2010;

"NE Charge" means the floating charge granted by the Chargor in favour of Northern Edge Limited created on or around 30 January 2013; and

"*pari passu*" shall be construed as meaning that the repayment of any amounts due to creditors in respect of which the creditors are stated to rank *pari passu* shall be made pro rata according to the respective proportions which the amount due to each of the creditors bears to the aggregate of all amounts to which the creditors are stated to rank *pari passu*.

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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

1. The Chargor shall not, without the Lender's prior written consent permit or create any fixed security, floating charge or lien on the Assets or any part or parts of them, whether ranking before or after the Charge, except (i) the BoS Charge; (ii) the NE Charge; and (iii) in favour of the Lender.
2. Any fixed charge given by the Chargor to the Lender will rank in priority to the Charge.
3. The Charge will rank in priority to any fixed charge and any other floating charge granted by the Chargor after completion of the Charge, unless the Lender agrees otherwise.
4. In the event that the Chargor grants or creates any fixed security or floating charge in breach of the prohibition in paragraph 1 or with the consent of the Lender under paragraph 1 but with no written agreement of the Lender as to the ranking of them, the Charge shall rank in priority to that fixed security or floating charge.
5. The Lender acknowledges and agrees that the Charge shall at all times rank:
 - 5.1 behind the BoS Charge and that the BoS Charge shall rank in priority to the Charge to the extent of all monies due by the Chargor to BoS from time to time until such time as the BoS Charge is discharged in full; and
 - 5.2 pari passu with the NE 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

N/A

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

S. S. L. L.

For and on behalf of Burness Paull & Williamsons LLP

X

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 **Ross Byford**

Company name **Burness Paul & Williamsons LLP**

Address **120 Bothwell Street**

Post town **Glasgow**

County/Region

Postcode **G 2 7 J L**

Country

DX **GW154 GLASGOW**

Telephone **0141 248 4933**



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. 269495

CHARGE NO. 8

I HEREBY CERTIFY THAT A CHARGE CREATED BY NETIDME
LTD

ON 30 JANUARY 2013

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF SCOTTISH ENTERPRISE

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 14 FEBRUARY 2013

GIVEN AT COMPANIES HOUSE, EDINBURGH 15 FEBRUARY
2013



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES