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COMPANIES FORM No 410(Scot)
Particulars of a charge created
by a company registered in Scotland

410

CHWP000

A fee of £13 is payable to Companies House in respect
of each register entry for a mortgage or charge

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

Company number

[] [1]

316426

Name of company

* Niddrie Square Clinic Limited (the "Chargor")

* insert full name
of company

Date of creation of the charge (note 1)

29 March 2008

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

Deed of Security Assignment (the "Security")

Amount secured by the charge

The Obligations of the Chargor pursuant to the Loan Agreement dated 29 March 2008 and in particular
(but without limitation) the obligation to repay the Chargee when the loan falls due for repayment and
the obligation to pay interest when due ("the Secured Obligations")

If there is not enough
space on this form
you may use the
prescribed
continuation sheet
410cs

Names and addresses of the persons entitled to the charge

Ingenious Resources Limited, 15 Golden Square, London, W1F 9JG (the "Chargee")

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

For official use (02/06)

Charge

WEDNESDAY
WEDNESDAY



SZA5VYXW

SCT 16/04/2008 189

COMPANIES HOUSE

SCT 09/04/2008 193

COMPANIES HOUSE

Short particulars of all the property charged

Please do not
write in
this margin

(1) ASSIGNMENT

The Chargor has assigned with full title guarantee and as a continuing security for the payment and discharge of the Secured Obligations to the Chargee by way of security all of their present and future right, title and interest in Big Screen Productions 2 LLP (in accordance with Clause 20 of the Members' Agreement (including without limitation the benefit of all income or monies payable to the Chargor in respect thereof) until the Chargor has unconditionally and irrevocably paid and discharged the Secured Obligations in full to the satisfaction of the Chargee. The assets assigned by the Chargor by way of security are described as the "Collateral", in the Charge

(2) CHARGE

The Chargor has also charged with the full title guarantee in favour of the Chargee by way of first fixed charge any of the Collateral not effectively assigned to the Chargee pursuant to the above wording

DEFINITIONS

Loan Agreement the loan agreement dated 29 March 2008 pursuant to which the Chargee has agreed to lend the Chargor a loan

Members' Agreement the amended and restated members' agreement dated 14 February 2008 relating to Big Screen Productions 2 LLP

Please complete
legibly, preferably
in black type, or
bold block
lettering

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410cs

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

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

Signed

Date

29 3 08

On behalf of [company] [chargee]†

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to Companies
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charge
(See Note 5)

† 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 £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 EH1 2EB
DX 235 Edinburgh or LP 4 Edinburgh 2



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 316426

CHARGE NO. 1

I HEREBY CERTIFY THAT A CHARGE CREATED BY NIDDRIE
SQUARE CLINIC LIMITED

ON 29 MARCH 2008

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF INGENIOUS RESOURCES LIMITED

WAS DELIVERED PURSUANT TO SECTION 410 OF THE
COMPANIES ACT 1985 ON 16 APRIL 2008

GIVEN AT COMPANIES HOUSE, EDINBURGH 18 APRIL 2008