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CHFP041

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in black type or
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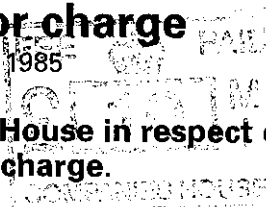
* Insert full name
of company

COMPANIES FORM No. 395

173 700 / 10

395**Particulars of a mortgage or charge**

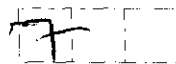
Pursuant to section 395 of the Companies Act 1985

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

To the Registrar of Companies
(Address overleaf - Note 6)

For official use Company number

Name of company



37038

* THE EQUITABLE LIFE ASSURANCE SOCIETY

Date of creation of the charge

24 December 2002

18th December 2002

Description of the instrument (if any) creating or evidencing the charge (note 2)

Standard Security

Amount secured by the mortgage or charge

The whole obligations present and future of the Equitable Life Assurance Society to the Royal Bank of Scotland Trust Company (Jersey) Limited and RBSI Trust Company Limited as Trustees of the Hercules Unit Trust as specified and narrated in a Minute of Agreement between the Equitable Life Assurance Society and the Trustees of the Hercules Unit Trust dated 5 December 2001.

Names and addresses of the mortgagees or persons entitled to the charge

The Royal Bank of Scotland Trust Company (Jersey) Limited and RBSI Trust Company Limited as the Trustees of Hercules Unit Trust, each of 23-25 Broad Street, St Helier, Jersey JE4 8TL

Postcode JE4 8TL

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

Shepherd+ Wedderburn
Saltire Court
20 Castle Terrace EH1 2ET
DX 553049 Edinburgh-18
(Ref: sn090101)

For official use
Mortgage section

A01
COMPANIES HOUSE0634
10/01/03

Time critical reference

Short particulars of all the property mortgaged or charged

Standard Security granted over ALL and WHOLE the Lease between South Lanarkshire Council and the Equitable Life Assurance Society dated 19 and 21 October 1998 (as varied by Minute of Waiver of Lease between South Lanarkshire Council and us the said The Equitable Life Assurance Society dated 15 and 16 July 1999) which Lease so amended is registered in the Land Register for Scotland with Title Number LAN 155598 of subjects comprising Palace Grounds Retail Park, Hamilton.

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Particulars as to commission allowance or discount (note 3)

N/A

Signed

Date

9/1/03

On behalf of [company] [mortgagee/chargee]*

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

*Delete as appropriate

Notes.

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
5. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ.

**Certificate of registration in
Scotland or Northern Ireland
of a charge comprising property
situate there****398**

Pursuant to section 398(4) of the Companies Act 1985

Please do not
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bold block lettering* Insert full name
of companyTo the Registrar of Companies
(Address overleaf)

For official use Company number

37038

Name of company

* THE EQUITABLE LIFE ASSURANCE SOCIETY

I, NICHOLAS CHARLES RYDEN

of SHEPHERD+ WEDDERBURN

Saltire Court, 20 Castle Terrace

Edinburgh EH1 2ET

DX 553049 Edinburgh - 18

*give date and
parties to chargecertify that the charge* granted by The Equitable Life Assurance Society in favour
of The Trustees of The Hercules Unit Trust dated 18 December 2002† delete as
appropriateof which a true copy is annexed to this form was presented for registration on 24.12.2002
in [Scotland]~~[Northern Ireland]~~†

Signed

Date

9/1/03

Presentor's name, address and
reference (if any):Shepherd+ Wedderburn
Saltire Court
20 Castle Terrace
Edinburgh EH1 2ET
DX 553049 Edinburgh-18
(Ref: sn090102)For official use
Mortgage section

Post room

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 00037038

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 24 DECEMBER 2002 AND DATED THE 18th DECEMBER 2002 AND CREATED BY EQUITABLE LIFE ASSURANCE SOCIETY, (THE) FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND TRUST COMPANY (JERSEY) LIMITED AND RBSI TRUST COMPANY LIMITED AS THE UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 10th JANUARY 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th JANUARY 2003.

OK
Cen



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —