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CHFP041

Please do not
write in
this margin

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

* Insert full name
of company

COMPANIES FORM No. 395

017568/39

395

Particulars of a mortgage or charge

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

Pursuant to section 395 of the Companies Act 1985

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

For official use Company number

118

01294549

Name of company

*Albert Bartlett & Sons (Boston) Limited ("the Company")

Date of creation of the charge

29 May 2009

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

Debenture ("the Charge")

Amount secured by the mortgage or charge

The Company's Obligations.

See Paper Apart for definitions.

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

The Royal Bank of Scotland plc as Security Trustee for the Finance Parties
36 St Andrew Square

Edinburgh

Postcode EH2 2YB

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

DUNDAS & WILSON CS LLP,
191 WEST GEORGE STREET
GLASGOW
G2 2LD

For official use (02/1)
Mortgage Section

WEDNESDAY



A07

"AALBOALZ"
10/06/2009
COMPANIES HOUSE

66

Time critical reference

JAO/DEM/RBS011.0395

Short particulars of all the property mortgaged or charged

The whole and any part of the undertaking property and assets of the Company charged by clause 1 of the Charge.

Please do not write in this margin

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

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

† Delete as appropriate

Particulars as to commission allowance or discount (note 3)

N/A

Signed *David E. Marks for Director & Lender BLLP* Date 9 June 2009

On behalf of ~~[company]~~ [mortgagee/chargee] †

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. 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, Crown Way, Cardiff CF4 3UZ.

This is the paper apart referred to in the foregoing Companies House Form 395 in respect of a Debenture by Albert Bartlett & Sons (Boston) Limited in favour of The Royal Bank of Scotland plc dated 29 May 2009.

Bank means The Royal Bank of Scotland plc, Company Number SC90312.

Company's Obligations means all the Company's liabilities to the Finance Parties under the Finance Documents of any kind and in any currency (whether present or future, actual or contingent and whether incurred alone or jointly with another) together with the charges and commission, Interest and Expenses.

Expenses means all expenses (on a full indemnity basis) incurred by any Finance Party or any Receiver at any time in connection with the Property or the Company's Obligations or in taking or perfecting the Charge or in preserving defending or enforcing the security created by the Charge or in exercising any power under the Charge or otherwise with Interest from the date they are incurred.

Facility Agreement means the facility agreement entered into on 23 August 2006 and made between (1) Albert Bartlett & Sons (Airdrie) Limited, (2) the companies listed in Part 1 of Schedule 1 of the Facility Agreement, (3) the Bank as Original Lender, (4) the Bank as Agent, and (5) the Bank as Security Trustee as amended and restated on or around the date of the Charge as such may be amended, varied, restated, supplemented or replaced from time to time.

Finance Documents has the meaning given to it in the Facility Agreement.

Finance Parties has the meaning given to it in the Facility Agreement.

Interest means interest at the rate(s) charged to the Company by the Bank from time to time.

Property means the whole and any part of the undertaking property and assets of the Company charged by clause 1 of the Charge.

Receiver has the meaning given to it in the Facility Agreement.



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 1294549
CHARGE NO. 18

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 29 MAY 2009
AND CREATED BY ALBERT BARTLETT & SONS (BOSTON)
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO THE ROYAL BANK OF
SCOTLAND PLC AS SECURITY TRUSTEE FOR THE FINANCE
PARTIES ON ANY ACCOUNT WHATSOEVER WAS REGISTERED
PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT
1985 ON THE 10 JUNE 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10 JUNE 2009

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Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES