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CHFP025

Please do not
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Please complete
legibly, preferably
in black type, or
bold block lettering

*insert full name
of Company

COMPANIES FORM No. 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.

395

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

11412

3997571

Name of company

* Barracuda Pubs and Bars Limited

Date of creation of the charge

22 December 2008

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

Standard Security by Barracuda Pubs and Bars Limited in favour of The Royal Bank of Scotland plc

Amount secured by the mortgage or charge

Means all present and future obligations and liabilities (whether actual or contingent and whether owed jointly or severally or alone or in any other capacity whatsoever) of the Obligant to: (a) the Security Trustee under any Senior Finance Document or Mezzanine Finance Document; and (b) the Senior Finance Parties (or any of them) under or pursuant to any Senior Finance Document; and (c) the Mezzanine Finance Parties (or any of them) under or pursuant to any Mezzanine Finance Document; and (d) any Delegate under the Senior Facilities Agreement or the Mezzanine Facilities Agreement in respect of indebtedness under or pursuant to any Senior Finance Document or Mezzanine Finance Document, as the case may be; and (e) any Receiver (as defined in the Senior Facilities Agreement) appointed under the Standard Security or any other Security granted by the Obligant in connection with any Senior Finance Document or Mezzanine Finance Document (including all monies covenanted to be paid under the Standard Security), provided that no obligation or liability shall be included in the definition of "Secured Obligations" to the extent that, if it were so included, the Standard Security (or any part of it) would constitute unlawful financial assistance within the meaning of sections 151 and 152 of the Companies Act 1985

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

The Royal Bank of Scotland plc (registered number SC090312) whose registered office is at 36 St Andrew Square, Edinburgh

Postcode EH2 2XB

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

DLA Piper Scotland LLP
Rutland Square
EDINBURGH
EH1 2AA

Ref: SRS/89942/120335/22394535.1

Time critical reference

For official Use (06/2005)
Mortgage Section

SATURDAY



AU62960R

A12

27/12/2008

141

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

ALL and WHOLE the tenant's interest in the Lease between Playlife Properties Limited and Barracuda Pubs and Bars Limited dated 26 January and 2 February 2007 and registered in the Land Register of Scotland under Title Number DMF18615 of the premises described in and let by the Lease being the subjects known as and forming Queensberry Hotel, 16 English Street, Dumfries DG1 2BT and 8 Queen Street, Dumfries DG1 2JF

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

Particulars as to commission allowance or discount (note 3)

None

Signed DCA Pipe

Date 24/12/08

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

A fee 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

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COMPANIES FORM No. 398

Notice of registration in Scotland or Northern Ireland of a charge comprising property situate there

398

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

Please complete
legibly, preferably
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bold block lettering

To the Registrar of Companies
(Address overleaf)

Company number

03997571

Name of company

* Barracuda Pubs and Bars Limited

* insert full name
of company

| Scott Ferrier

of DLA Piper Scotland LLP

§ give date and
parties to charge

certify that the charge § dated 25 November 2008 by Barracuda Pubs and Bars Limited
(registered number 03997571) in favour of The Royal Bank of Scotland plc
(registered number SC090312)

† delete as
appropriate

of which a true copy is annexed to this form was presented for registration on 22 December 2008
in [Scotland] ~~XXXXXXXXXX~~

Signed *John H. Ferrier*

Date *24/12/08.*

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

DLA Piper Scotland LLP
Rutland Square
EDINBURGH
EH1 2AA

DX: ED271 Edinburgh
Ref: SRS/89942/120335/22401746.1

For official Use
Mortgage Section

Post room

Notes

The address for the Registrar of Companies is:-

Companies House
Crown Way
Cardiff
CF14 3UZ



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY NO. 3997571

CHARGE NO. 142

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH
WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 22
DECEMBER 2008 AND CREATED BY BARRACUDA PUBS AND
BARS LIMITED FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY TO ROYAL BANK OF
SCOTLAND PLC AND THE SENIOR FINANCE PARTIES (OR ANY
OF THEM) AND THE MEZZANINE FINANCE PARTIES (OR ANY
OF THEM) AND ANY DELEGATE AND ANY RECEIVER ON ANY
ACCOUNT WHATSOEVER 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 27 DECEMBER
2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 30 DECEMBER
2008



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES