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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

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

Name of company

* HERALD INNS AND BARS LIMITED ("the Company")

Date of creation of the charge

15 January 2008

8/1/08

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

Standard Security ("the Charge")

Amount secured by the mortgage or charge

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 Bank by the Company, whether actually or contingently, solely or jointly and whether as principal, guarantor, cautioner or surety, including any money or liabilities of the Company to a third party which have been assigned or novated to or otherwise vested in the Bank, and including discount, commission and other lawful charges or expenses which the Bank may in the course of its business charge or incur in respect of any of those matters or for keeping the Company's account, together with Interest upon them and Expenses relating to them

Definitions are contained in paper apart 2

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

Bank of Scotland plc ("the Bank")
The Mound
Edinburgh

Postcode EH1 1YZ

Presentor's name address and
reference (if any)

Burness LLP
50 Lothian Road
Festival Square
Edinburgh SZH/BAN/5/2176
EH3 9WJ 1783082

For official Use (06/2005)
Mortgage Section

Post room

FRIDAY



SCT

25/01/2008

316

COMPANIES HOUSE

Time critical reference

Short particulars of all the property mortgaged or charged

See paper apart 1

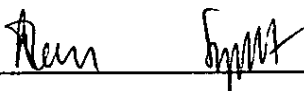
Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

N/A

Signed



Date 24 January 2008

On behalf of ~~XXXXXXXXXXXXXXXXXXXX~~ (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**

PAPER APART TO FORM 395
HERALD INNS AND BARS LIMITED
(REGISTERED NUMBER 04636778)

PAPER APART 1

Short particulars of all the property charged:

The Agenda Hotel, 92 St John's Road, Edinburgh as more fully described in the Charge

PAPER APART 2

Definitions

"Expense" or **"Expenses"** mean the total of the following

- (i) any commission and other charges which the Bank may from time to time charge to the Company in the ordinary course of the Bank's business in respect of the Secured Liabilities or any service provided by the Bank to the Company,
- (ii) any costs, charges, premiums, fees and expenses incurred from time to time by the Bank under the Bank's standard security conditions and which are either repayable by the Company under the Standard Security Conditions or are incurred in the exercise by the Bank of its powers under the Standard Security Conditions,
- (iii) any costs, charges and expenses incurred by the Bank in connection with the Bank doing anything to protect the Charge or to obtain possession of or sell or deal (in any other way allowed by the Standard Security Conditions) with the Property,

together with Value Added Tax upon such sums where appropriate

"Interest" means any sum of money payable to the Bank by way of interest upon the Secured Liabilities

"Standard Security Conditions" means The Deed of Commercial Standard Security Conditions by the Governor and Company of the Bank of Scotland (now known as Bank of Scotland plc) dated 24 May 2006 and registered in the Books of Council and Session on 25 May 2006 and any variation or extension thereof

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COMPANIES FORM No. 398

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

398

CHFP025

Please do not
write in
this margin

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

To the Registrar of Companies
(Address overleaf)

Company number

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

04636778

Name of company

* insert full name
of company

* HERALD INNS AND BARS LIMITED ("the Company")

| Alan Soppitt

of Burness LLP
Festival Square, 50 Lothian Road
Edinburgh
EH3 9WJ

§ give date and
parties to charge

certify that the charge § by the Company in favour of Bank of Scotland plc dated 8
January 2008 ✓

of which a true copy is annexed to this form was presented for registration on 15 January ✓ 2008
in [Scotland] ~~XXXXXX~~

† delete as
appropriate

Signed

Alan Soppitt

Date 24 January 2008

Presentor's name address and
reference (if any)

Burness LLP
50 Lothian Road
Festival Square
Edinburgh
EH3 9WJ

ED73 Edinburgh

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 04636778

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 15 JANUARY 2008 AND DATED THE 8th JANUARY 2008 AND CREATED BY HERALD INNS AND BARS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BANK OF SCOTLAND PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 25th JANUARY 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 8th FEBRUARY 2008.

P. Can



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES