

## COURT OF SESSION

## CERTIFIED COPY INTERLOCUTOR

in the Petition of

**PENTLAND GROUP PLC**, a company incorporated under the Companies Acts 1862 to 1890 and having its registered office at Albany House, 58 Albany Street, Edinburgh EH1 3QR

for

sanction of a scheme of arrangement  
in terms of section 425 of the Companies Act 1985

Lord Kingarth

12th November 1999

Act: Howlin

The Lord Ordinary, on the unopposed motion of counsel for the Petitioner and having considered the Petition together with the Report dated 11th November 1999 by J H. MacPhie WS, No. 9 of process: (i) allows the Minute of Amendment for the Petitioner, No. 10 of process, to be received and the Petition to be amended in terms thereof; dispenses with re-service of the Petition as so amended; (ii) approves the said Report; (iii) sanctions the Scheme of Arrangement referred to in the Petition; (iv) directs that a certified copy of this interlocutor together with a copy of the Scheme of Arrangement certified by the solicitors of Pentland Group plc shall be delivered to and registered by the Registrar of Companies; (v) directs notice of such registration when made to be given by advertisement in the *Edinburgh Gazette* and in the *Scotsman* and *Financial Times* newspapers; and decerns.

"DRA. EMSLIE"

EDINBURGH 12 NOVEMBER 1999  
CERTIFIED A TRUE COPY BY ME.

*[Signature]*  
(A.M. SINCLAIR)  
Depute Clerk of Session



SAM