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COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

410

Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

Name of company

1115

5863

* Insert full name
of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PLC.

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Instrument (if any) creating or evidencing the charge (note 1)

WARD SECURITY

secured by the charge

All sums of principal, interest and charges due and that may become due in any manner of way either solely or jointly with any person or persons or corporation and whether as principal or surety.

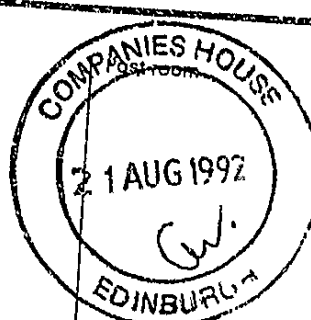
Names and addresses of the persons entitled to the charge

The Governor and Company of the Bank of Scotland
The Mound, Edinburgh

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

Tods Murray WS
66 Queen Street
EDINBURGH EH2 4NE
R.E. Box No 58

For official Use
Charges Section



RMM/MSL/H21/64

Short particulars of all the property charged.

7/9 McLeod Street, Edinburgh

Please do not
write in
this margin

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

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

N/A

Particulars as to commission, allowance or discount paid (see section 413(3))

N/A

Signed

John Murray

Date 21/8/92

On behalf of [company] chargee†

Notes

1. A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples — date of signing of an Instrument of Charge; date of recording/registration of a Standard Security; date of Intimation of an Assignment.)
2. In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and/or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it.
3. A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered.
4. A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.
5. The address of the Registrar of Companies is:-
Companies Registration Office
102 George Street
Edinburgh EH2 3DJ

† delete as
appropriate

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company Number

5863

I hereby certify that a charge created by

HEART OF MIDLOTHIAN FOOTBALL CLUB P.L.C.

on

14 August 1992

for securing

all sums due or to become due
in favour of

the Governor and Company of the Bank of Scotland

was delivered pursuant to section 410 of the Companies Act,
1985, on

21 August 1992

Signed at Edinburgh

24 August 1992

A Moffatt

for Registrar of Companies

(A)