

DUPLICATE FOR THE FILE.

Certificate of the Registration of a Charge.

Pursuant to Section 106D (2) of the Companies Act, 1948



15392/78.

I hereby Certify that a Charge
dated the Thirtieth day of December One thousand
nine hundred and Sixty-eight and created by F. Johnston & Company
Limited

for securing all moneys now due, or hereafter to become due, or from time to time accruing
due from the company to National Commercial Bank of Scotland Limited on any
account whatsoever.

was Registered
pursuant to Section 106A of the Companies Act, 1948 on the Ninth
day of January One thousand nine hundred and Sixty-nine

Given under my hand at Edinburgh, this Tenth day of
January One thousand nine hundred and Sixty-nine

Certificate and Copy of Instrument received by

Date...

D.E.D. Rolents
for Registrar of Companies.

Wt. 70806 7/63

No. of Company 15382
76

Form No. 47 (Scot.)

THE COMPANIES ACT, 1948.

as amended by the Companies (Floating Charges) (Scotland) Act, 1961.



See
below.

PARTICULARS of a Charge created by a Company registered in Scotland.

Pursuant to Section 106A.

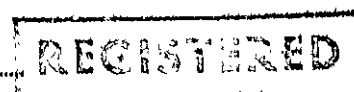
Name of Company { F. JOHNSTON & COMPANY
Limited.

The fee payable on registration of a Charge is 10s. if the amount secured does not exceed £200 and £1 if it exceeds £200.

Presented by National Commercial Bank of Scotland Limited,

42 St. Andrew Square,

EDINBURGH 2.



No. of Company

15382 15382/94

(No registration
fee payable)

THE COMPANIES ACT 1948

as amended by the Companies (Floating Charges and Receivers) (Scotland) Act 1972

Particulars of a charge created by
a company registered in Scotland

Pursuant to Section 106A

Name of Company

F. Johnston & Company

Limited

Margin reserved for binding



04089

Presented by:

MacRobert Son & Hutchison,
Solicitors,
91 West George Street,
Glasgow, G2 1PAPresenter's reference
and/or telephone number:

GNT/WBS

RE 16405/5 TBL

Particulars of a Charge created by F. Johnston and Company

Limited, a Company registered in Scotland.

(1) Date and description of the instrument creating or evidencing the charge (a)	(2) Amount secured by the charge	(3) Short particulars of the property charged	(4) Names, addresses and descriptions of the persons entitled to charge	(5) 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 subscribing or agreeing to subscribe, whether absolutely or conditionally, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return (b)	(6) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking pari passu with, the floating charge	(7) In the case of a floating charge, a statement of 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 the subject of the floating charge or any part of it
Standard Security dated 7th August 1978 and recorded in the G.R.S. Register on 14th August 1978	All sums due and payable by the company that may become due in terms of a Personal Bond dated 7th August, 1978	Subjects at 123, 125 and 127 High Street and at Baxter's Wynd and Kings Court, Falkirk	The Royal Bank of Scotland Limited			

(a) A description of the instrument e.g. 'Trust Deed', 'Debenture', etc., as the case may be, should be given.
(b) The rate of interest payable under the terms of the debentures should not be entered.

(Signature)

Michael Johnston
(Designation of position in relation to the company) Solicitor of Company
Dated the Eighteenth day of August 1978

RE 16405/3 2M 11/72 TBL



CERTIFICATE OF THE REGISTRATION OF A CHARGE

I hereby certify that a charge created on the 14 August 1978
by F. Johnston & Company, Limited
in favour of The Royal Bank of Scotland Limited
for securing all sums due or to become due

was registered pursuant to section 106A of the Companies Act, 1948, on
the 22 August 1978

Given under my hand at Edinburgh the 23 August 1978

No. 15382/94

DED Ralston

Registrar of Companies

Certificate and instrument received by

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.....

Date

(A)

No. of Company 15382 100

THE COMPANIES ACT 1948

as amended by the Companies (Floating Charges and Receivers) (Scotland) Act 1972

PARTICULARS OF AN INSTRUMENT OF ALTERATION TO A FLOATING CHARGE

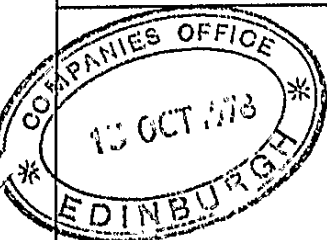
CREATED BY A COMPANY REGISTERED IN SCOTLAND

Pursuant to Section 106A of the Companies Act 1948

as applied by Section 7(3) of the Companies (Floating Charges and Receivers) (Scotland) Act 1972

Name of Company F. JOHNSTON & COMPANY, Limited* ✓ SL

Margin reserved for binding



Presented by: MacRobert, Son & Hutchison,
91 West George Street,
GLASGOW, G2 1PA.

01805

Presenter's reference: ID/KB/4685
and/or Telephone Number 041-204-2888

of an instrument of alteration to a floating charge created by F. JOHNSTON & COMPANY, Limited, a company registered in Scotland

(1) Date and description of the instrument creating or evidencing the charge which has been altered (a)	(2) Short particulars of the property the subject of the original charge	(3) Date of execution of the instrument of alteration	(4) Names, addresses and descriptions of the persons who have executed the instrument of alteration (b)	(5) A statement of the provisions, if any, imposed by the instrument or alteration prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking pari passu with, the floating charge	(6) A statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges	(7) Short particulars of any property released from the floating charge	(8) The amount, if any, by which the amount secured by the floating charge has been increased
Bond for Cash Credit and Floating Charge by F. Johnston & Company, Limited ("the Company") in favour of National Commercial Bank of Scotland Limited dated 30th December, 1968, and registered 9th January, 1969.	Whole of the property comprised in the Company's property and undertaking.	6th and 28th September, 1973.	F. Johnston & Company, Limited, 125 High Street, Falkirk and The Royal Bank of Scotland Limited ("the Bank")		Standard Security in favour of the Bank dated 7th and recorded (G.R.S. Stirling) 14th and registered 22nd August, 1978 to rank prior and in preference to the Floating Charge described in Column (1)		

(Signature) W. J. Johnston

(Designation of position in relation to the company) Solicitors

Dated the 11th day of October 19 78

(a) A description of the Instrument e.g., "Trust Deed", "Debenture" etc., as the case may be, should be given.

(b) In accordance with Section 7(1) of the Companies (Floating Charges and Receivers) (Scotland) Act 1972 the instrument of alteration should be executed by the company, the holder of the charge and the holder of any other charge (including a fixed security) which would be adversely affected by the alteration.



CERTIFICATE OF THE REGISTRATION OF AN ALTERATION TO A FLOATING CHARGE

I hereby certify that particulars of an instrument of alteration dated the 28 September 1978
were registered pursuant to section 106A of the Companies Act, 1948, on the 13 October 1978
The instrument relates to a charge created on the 30 December 1968
by F. Johnston & Company, Limited
in favour of National Commercial Bank of Scotland Limited
for securing all sums due or to become due

Given under my hand at Edinburgh the 24 October 1978

No. 15382/100

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l Registrar of Companies

Certificate and instrument received by

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Date

(C)

No. of Company

153 22 / 105

(No registration
fee payable)

THE COMPANIES ACT 1948

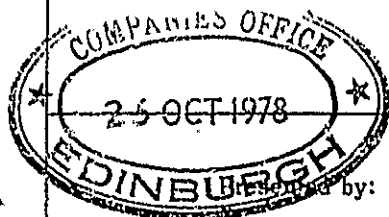
as amended by the Companies (Floating Charges and Receivers) (Scotland) Act 1972

Particulars of a charge created by
a company registered in Scotland

Pursuant to Section 106A

Name of Company F. JOHNSTON & COMPANY, SL Limited

Margin reserved for binding



Presented by: Law Department
The Royal Bank of Scotland Limited
42 St. Andrew Square
EDINBURGH EH2 2YE
Presenter's reference LAW/B/LLA
and/or telephone number: 031 556 9151 Ext. 259

05166

Particulars of a Charge created by F. JOHNSON & COMPANY,

Limited, a Company registered in Scotland.

(1) Date and description of the instrument creating or evidencing the charge (a)	(2) Amount secured by the charge	(3) Short particulars of the property charged	(4) Names, addresses and descriptions of the persons entitled to charge	(5) 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 subscribing or agreeing to subscribe, absolutely or conditionally, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return (b)	(6) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking pari passu with, this floating charge	(7) In the case of a floating charge, a statement of the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed security, and the property the subject of the floating charge or any part of it
Bond and Floating Charge dated 18th October 1978	All sums of money that now are or may at any time or times hereafter be due by the Company to the Bank	The whole of the property (including uncalled capital) which is or may be from time to time while the security is in force comprised in the property and undertaking of the Company	The Royal Bank of Scotland Limited, 42 St. Andrew Square, Edinburgh	NIL	The Company is prohibited from creating any Fixed Security or Floating Charge having priority over or ranking equally with the Floating Charge created in the Bank's favour	The Floating Charge shall, except as may otherwise be previously agreed in writing by the Bank rank in priority to any fixed security other than a fixed security in favour of the Bank, which shall be created by the Company after the date of the Floating Charge and to any other Floating Charge.

(a) Description of the Instrument e.g. 'Trust Deed', 'Debenture', etc., as the (b) Interest should be given.

Interest payable under the terms of the debentures should not be

Rs 4331/50

For THE ROYAL BANK OF SCOTLAND LIMITED

(Signature) P. General Manager

(Designation of position in relation to the company) Creditor

Dated the Twenty-fifth day of October 1978



CERTIFICATE OF THE REGISTRATION OF A CHARGE

I hereby certify that a charge created on the **18 October 1978**
by **F. Johnston & Company, Limited**
in favour of **The Royal Bank of Scotland Limited**
for securing **all sums due or to become due**

was registered pursuant to section 106A of the Companies Act, 1948, on
the **26 October 1978**

Given under my hand at Edinburgh the **2 November 1978**

No. **15382/101**

Registrar of Companies

Certificate and instrument received by

.....

.....

Date

(A)

No. of Company 15382(No registration
fee payable)105

THE COMPANIES ACT 1948

as amended by the Companies (Floating Charges and Receivers) (Scotland) Act 1972

Declaration on behalf of company verifying memorandum of satisfaction
of a registered charge

Pursuant to Section 106F

Name of Company F. JOHNSTON & COMPANY, Limited

We (a) Henry Charles Marriot Johnston, Director and Marco Chiappelli, Avenue
Secretary of Barons Hill House, Linlithgow and Fifteen Broomhill Exxxx,
Ladeside, Larbert respectively

do solemnly and sincerely declare that the particulars contained in the Memorandum of Satisfaction annexed
 hereto are true to the best of our knowledge, information and belief. And we make this solemn Declaration con-
 scientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act,
 1835.

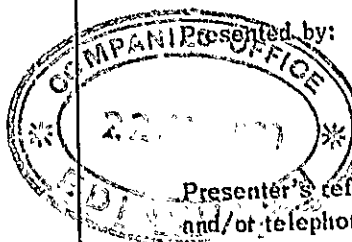
Declared at Falkirk

the Ninth day of January
 one thousand nine hundred and Eighty
 before me

Notary-Public (b)

(a) Here insert the names, addresses and descriptions of at least one director of
 the company and of the secretary of the company.

(b) or Commissioner for Oaths or Justice of the Peace.



Presented by: Law Department
 The Royal Bank of Scotland Limited
 42 St Andrew Square
 EDINBURGH

Presenter's reference: B/M/RHE
 and/or telephone number: 031-556-8555

Declaration on behalf of creditor verifying memorandum of satisfaction of a registered charge(c)

Robert Macdonald McInnes Assistant Law Secretary of
I, The Royal Bank of Scotland Limited, do solemnly and sincerely
declare that the particulars contained in the Memorandum of Satisfaction annexed hereto are true to the best of
my knowledge, information and belief. And I make this solemn Declaration conscientiously believing the same
to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at Edinburgh

the 21st day of January

one thousand nine hundred and eighty

before me.

[Signature]
Notary Public (d)

R. Macdonald McInnes

Memorandum of complete satisfaction of charge

Name of Company F. JOHNSTON & COMPANY, Limited

hereby gives notice that the registered charge being (e)

Bond for Cash Credit and Floating Charge dated 30th December 1968 over the

whole property and undertaking of the Company in favour of the National

Commercial Bank of Scotland Limited from whom The Royal Bank of Scotland Limited

(formerly The Royal Bank of Scotland) acquired right by Interlocutor by the

First Division of the Court of Session dated 21st March 1969-----

of which particulars were registered with the Registrar of Companies on the (f) -----
9th January 19 69 was wholly satisfied on the 28th November

19 79, the debt for which the charge was given having been paid or satisfied.

In witness whereof the common seal of the Company was hereunto affixed the Twenty-fourth
day of December 1979

[Signature]

Directors

[Signature]

Secretary

Seal of
Company

(c) This Declaration MUST be made in the case of a floating charge by the creditor entitled to the benefit
of the charge or by a person authorised to certify the Memorandum on behalf of the creditor.

(d) or Commissioner for Oaths or Justice of the Peace.

(e) A description of the instrument(s) creating the charge, eg 'Charge', 'Debenture' etc, with the date thereof
should be given. If the registered charge was a 'Series of Debentures' or 'Debenture Stock' the words
'authorised by resolution' together with the date of the resolution should be added.

(f) The date of registration may be confirmed from the certificate of registration.



**Application for registration of a
memorandum of satisfaction
in full or in part of a registered charge**

419a

Please do not
write in
this margin

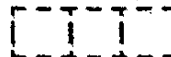
Pursuant to section 419(1)(a) of the Companies Act 1985,

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

To the Registrar of Companies

For official use

Company number



15882 15382

Name of company

F JOHNSTON & COMPANY LIMITED

* insert full name
of company

Marco Luigi Autimio Chiappelli

of 21 Braid Farm Road, Edinburgh

† delete as
appropriate

[a director] [the secretary] [the liquidator] [the receiver] † of the company,

do solemnly and sincerely declare that the debt for which the charge described overleaf was given has
been paid or satisfied in [full] [part] ~~part~~

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at Edinburgh

Declarant sign below

the 16th day of March

one thousand nine hundred and eighty eight

before me G M Brown Notary Public

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

MacRoberts, Solicitors
152 Bath Street
GLASGOW G2 4TB

GME/ID/KW/

For official Use
Charges Section

Post room

Particulars of the charge to which the application overleaf relates

Date of creation of the charge

14th August 1978

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

Standard Security

Date of Registrations

22nd August 1978

Short particulars of property charged

Numbers 123, 125 and 127 High Street, Falkirk and subjects
at Baxter's Wynd and Kings Court, Falkirk

Notes in
this margin

Please complete
legibly, preferably
in block type or
bold block capitals

† Insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Charge',
'Debiture' etc.

the date of
registration may
be confirmed from
the certificate

Where a FLOATING CHARGE is being satisfied, the following Certificate MUST be completed:

CERTIFICATE

I _____
of _____
being [the creditor] [a person authorised to act on behalf of the creditor]† entitled to the benefit of the
floating charge specified above certify that the particulars above relating to the charge and its
satisfaction are correct.

† delete as
appropriate

Signature _____ Date _____