M

Particulars of a charge created

by a company registered in Scotland

COMPANIES FORM No. 410(Scot)

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

*insert full mane of company To the Registrar of Companies (Address overleaf - Note 5)

For official use

Company Number

48678

Name of company

CROSSFLAGS (MOTORS) LIMITED

Date of creation of the charge (note 1)

3157 OCTOBER 1996

Description of the instrument (if any) creating or evidencing the charge (note 1)

Bond and Floating Charge

Amount secured by the charge

All sums of money that now are or may at any time or times hereafter be due by the Company to the Bank.

Names and addresses of the persons entitled to the charge

THE ROYAL BANK OF SCOTLAND plc, 36 St Andrew Square, Edinburgh.

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

MILLAR & BRYCE LIMITED
5 LOGIE MILL
BEAVERBANK OFFICE PARK
LOGIE GREEN ROAD
EDINBURGH EH7 4HH

For Official Use Charges Section

Post room



Short particulars of all the property charged.

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.

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 provisions (note 2)

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.

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

Nil

For and on behalf of The Royal Bank of Scotland plc

Signed LO COMENTOR

Date 6.11.96

On behalf of [sompany][chargee]†

†Delete as appropriate

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 Assignation.)
- 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

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number 48678

I hereby certify that a charge created by

CROSSFLAGS (MOTORS) LIMITED

on 31 OCTOBER 1996

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of THE ROYAL BANK OF SCOTLAND plc

was delivered pursuant to section 410 of the Companies Act, 1985, on 8 NOVEMBER 1996

Signed at Edinburgh 11 NOVEMBER 1996

R. Graham For Registrar of Companies



N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

| (1) | (2) | (3) | (4) | (5) | (6) | (7) | |
|-----------------------|--|---|---|--------------------------------------|--|--|--|
| Date of gistration | Serial Number of Document on File | Date of Creation of each Charge and Description thereof | Date of the aquisition of the Property | Amount secured by the Charge | Short Particulars of the Property Charged | Names of the Persons entitled to the Charge | |
| | | | | £ | | | |
| /11/1996 | | 31/10/96 BOND & FLOATING CHARGE | | ALL SUMS DUE, OR TO BECOME DUE | UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE OF THE COMPANY INCLUDING UNCALLED CAPITAL | THE ROYAL BANK OF SCOTLAND | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC048678 CHARGE: 10

| COMPANY: SC048678 CHARGE: 10 | | | | | | | | | | | |
|--|--|---|------------------------------|------|-------------------------------|---------------------------|--|--|--|--|--|
| (8) | | (10) | (11) | (12) | | | | | | | |
| 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. | 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. | Amount or rate per cent of the Commis- sion Allowance or discount | Memoranda of Satisfaction | Name | Receiver Date of Appointment | Date of Ceasing to act | | | | | |
| charge having priority over, or ranking pari passu with the | charges or fixed securities over the property the subject of the floating | Allowance | | | | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | | | |