

MG01s

Particulars of a charge created by a company
registered in Scotland



IRIS
LASERFORM

A fee is payable with this form.

We will not accept this form unless you send the correct fee.

Please see 'How to pay' on the last page.



What this form is for

You may use this form to register
particulars of a charge created by a
Scottish company.



What this form is NOT for

You cannot use this form to register
particulars of a mortgage or charge
created by a company in England
and Wales or Northern Ireland. If
this, please use form MG01.

WEDNESDAY



SCT 14/03/2012 #87
COMPANIES HOUSE

1

Company details

Company number S C 0 5 7 7 0 9

Company name in full STEWART MILNE GROUP LIMITED

For official use

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

2

Date of creation of charge

Date of creation 0 8 0 3 2 0 1 2

3

Description

Please give a description of the instrument (if any) creating or evidencing the
charge e.g. 'Standard security', 'Floating charge' etc.

Description Standard Security

4

Amount secured

Please give us details of the amount secured by the charge.

Amount secured

~~the obligations~~ and liability of the Purchaser in respect of (a) the
amount to be redeemed under the Fourth Deferred Consideration
Loan Notes which is in excess of ONE MILLION POUNDS
STERLING (£1,000,000) less the amount, from time to time, of any
payment due by either of the Sellers to the Purchaser pursuant to an
Ascertained Claim; and (b) the amount that is due or which may
become due by the purchaser to the Sellers under clause 3.2.5 and
3.2.6

THE OBLIGATION AS DEFINED IN THE
SUPPLEMENTAL AGREEMENT

Continuation page

Please use a continuation page if
you need to enter more details.

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5

Mortgagee(s) or person(s) entitled to the charge

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge.

Continuation page

Please use a continuation page if you need to enter more details.

Name

SEE PAPER APART

Address

Postcode

Name

Address

Postcode

6

Short particulars of all the property charged

Please give the short particulars of the property charged.

Continuation page

Please use a continuation page if you need to enter more details.

Short particulars

ALL and WHOLE those subjects at Schoolhill, Portlethen, Aberdeen shown delineated and hatched in red on the Plan annexed and executed as relative to Standard Security, and which subjects form PART AND PORTION of the subjects registered in the Land Register of Scotland under Title Number KNC14898

FORM MG01S – PAPER APART

5. **ALLAN DUNCAN KING**, residing at The Birkins, Muirton, Auchterarder, Perthshire and **TURCAN CONNELL (TRUSTEES) LIMITED**, incorporated under the Companies Acts (Registered Number SC030589) and having their Registered Office at Princes Exchange, One Earl Grey Street, Edinburgh, EH3 9EE, together and in their respective capacities as **THE TRUSTEES OF THE KING FAMILY 2008 TRUST**, c/o Turcan Connell, Princes Exchange, One Earl Grey Street, Edinburgh, EH3 6EE and **TURCAN CONNELL (TRUSTEES) LIMITED**, incorporated under the Companies Acts (Registered Number SC030589) and having their Registered Office at Princes Exchange, One Earl Grey Street, Edinburgh EH3 9EE in their capacity as **THE TRUSTEES OF THE DUNCAN KING 2010 TRUST**, c/o Turcan Connell, Princes Exchange, One Earl Grey Street, Edinburgh EH3 6EE

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7 Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision ①

① 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.

Continuation page

Please use a continuation page if you need to enter more details.

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8 Particulars as to commission, allowance or discount (if any)

Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on 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 debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.

Commission, allowance or discount

9 Delivery of instrument

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 (UK), comprising property situated outside the UK, 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 UK. Certified copies of any other documents relevant to the charge should also be delivered.

10 Signature ②

Please sign the form here.

Signature

Signature

X *Diana Lewis for Shepherd & Wodehouse LLP* X

② Signature

This form must be signed by a person with an interest in the registration of the charge.

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name k1161.6/kzd/ncr

Company name Shepherd and Wedderburn LLP

Address 1 Exchange Crescent

Conference Square

Post town Edinburgh

County/Region

Postcode E H 3 8 U L

Country UK

DX DX 551970 Edinburgh 53

Telephone 0131 228 9900



Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have included a certified copy of the deed (if any) with this form.
- ☐ You have entered the date the charge was created.
- ☐ You have supplied the description of the instrument.
- ☐ You have given details of the amount secured by the chargee.
- ☐ You have given details of the mortgagee(s) or person(s) entitled to the charge.
- ☐ You have entered the short particulars of all the property charged.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee.



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £13 is payable to Companies House in respect of each charge.

Make cheques or postal orders payable to 'Companies House.'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 57709

CHARGE NO. 123

I HEREBY CERTIFY THAT A CHARGE CREATED BY STEWART
MILNE GROUP LIMITED

ON 8 MARCH 2012

FOR SECURING THE OBLIGATION AS DEFINED IN THE
SUPPLEMENTAL AGREEMENT

IN FAVOUR OF THE TRUSTEES OF THE DUNCAN KING 2010
TRUST AND ANOTHER

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 14 MARCH 2012

GIVEN AT COMPANIES HOUSE, EDINBURGH 16 MARCH 2012



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES