

MG01s

Particulars of a charge created by a company
registered in Scotland



COMPANIES HOUSE

FEE PAID

EDINBURGH

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

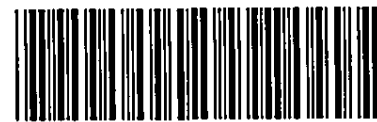
You may use this form to register
particulars of a charge created by a
Scottish company.



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. To do
this, please use form MG01.

THURSDAY



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SCT

22/09/2011

19

COMPANIES HOUSE

1

Company details

Company number

S C 0 6 4 7 8 2

Company name in full

KNIGHT PROPERTY GROUP PLC (the "Company")

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

01 05 2009 20 01 11

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

All or any monies, obligations and liabilities which shall for the time
being (and whether on or at any time after demand) be due, owing or
incurred in whatsoever manner by the Company to the Security
Trustee and/or the Finance Parties or any of them under any of the
Finance Documents, whether actually or contingently and whether
incurred solely, severally, jointly, jointly and severally or in any other
manner or capacity together with (a) any claim for damages or
restitution in the event of the rescission or avoidance of any of those
obligations or liabilities; and (b) any amount which would be included
in any of the foregoing but for any discharge, non-provability,
unenforceability or non-allowability of the same in any insolvency or
other proceedings.

See paper apart for definitions.

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

THE ROYAL BANK OF SCOTLAND PLC (the "Security Trustee")

Address

36 St Andrew Square, Edinburgh

Postcode

E H 2 2 Y B

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 the subjects known as and numbered 13 Queens Road, Aberdeen being the whole subjects registered in the Land Register of Scotland under Title Number ABN21331.

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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.

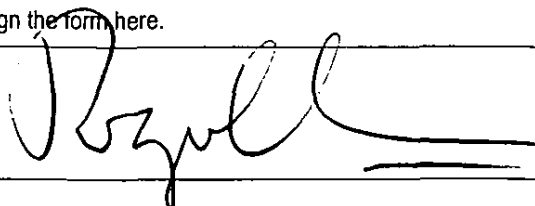
10 Signature ②

Please sign the form here.

Signature

Signature

X



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 Kristian Whitaker

Company name MCGRIGORS LLP

Address 52-54 Rose Street

Post town Aberdeen

County/Region Aberdeen City

Postcode A B 1 0 1 U D

Country Scotland

DX DX AB 32 ABERDEEN

Telephone 01224 377900



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

Page Apart for MG01s – KNIGHT PROPERTY GROUP PLC
13 Queens Road, Aberdeen
Title Number ABN21331

Defined Terms:

"Facilities Agreement" means the £45,000,000 Term and Revolving Facilities Agreement dated 8 September 2011 and entered into among, *inter alios*, the Security Trustee and the Company;

"Finance Document" means, amongst others, the Facilities Agreement, any standard security granted by the Company in favour of the Security Trustee and any other document designated as a Finance Document in the Facilities Agreement; and

"Finance Parties" means, amongst others, the Security Trustee and any other party defined as a Finance Party in the Facilities Agreement.



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 64782

CHARGE NO. 12

I HEREBY CERTIFY THAT A CHARGE CREATED BY KNIGHT
PROPERTY GROUP PLC

ON 15 SEPTEMBER 2011

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF THE ROYAL BANK OF SCOTLAND PLC

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 22 SEPTEMBER 2011

GIVEN AT COMPANIES HOUSE, EDINBURGH 23 SEPTEMBER
2011



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES