

THE COMPANIES ACTS 1948 TO 1976

Form No. 47 (Scot)

Particulars of a mortgage or charge created by a company registered in Scotland

Pursuant to Section 106A
of the COMPANIES ACT 1948 (note 1)

47

(Scot.)

Please do not
write in this
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For official use

Company Number

Name of Company

113

87013

TOP HAT FOODS

Limited*

Particulars of a mortgage or charge created by the above-named company

Date and description of the instrument creating or evidencing the mortgage or charge (note 2)

Bond and Floating Charge dated 25th June 1985.

*delete
if
inappropri-
ate

Amount secured by the mortgage or charge

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

or to become due

Presenter's name, address, telephone number and
reference (if any)

The Law Secretary
The Royal Bank of Scotland plc
P.O. Box 31
42 St Andrew Square
EDINBURGH EH2 2YT
Reference: LAW/P/TM/A
Telephone: 031 550-5555 Ext. 2346

For official use
Mortgage Section

Post room

Time Critical reference

5217

C.R.O. LONDON

Short particulars of all the property mortgaged or charged (For statement as to restriction on power to grant further securities or ranking provisions see note 3)

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 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.

Please
not write
in this
floating
margin

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

Names, addresses and descriptions of the mortgagees or persons entitled to charge

THE ROYAL BANK OF SCOTLAND plc, 42 St. Andrew Square, Edinburgh

Particulars as to commission, allowance or discount (note 4)

NIL

Signed For and on behalf of The Royal Bank of Scotland plc
p. General Manager Date 1985

Designation of position in relation to the company Creditor

- Notes**
1. Section 106A was originally inserted into the Companies Act 1948 by the Companies (Floating Charges) (Scotland) Act, 1961, and subsequently amended by the Companies (Floating Charges & Receivers) (Scotland) Act 1972.
 2. A description of the instrument eg, "Trust Deed", "Debenture", etc, as the case may be, should be given. In the case of an instrument recorded in the General Register of Sasines the date of recording should be given.
 3. In the case of a floating charge a statement 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) 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 which is the subject of the floating charge or any part of it should be given.
 4. In this column there should be inserted the 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 or conditionally, or procuring or agreeing to procure subscriptions, whether absolute or conditional for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
 5. A certified copy of the instrument creating the charge, together with this form must be delivered to the Registrar of Companies within 21 days after the date of the creation of the mortgage or charge. Certified copies of any other documents relevant to the charge should also be delivered.
 6. A copy instrument should be verified or certified to be a true copy under the seal of the Company or under the hand of some person interested therein otherwise than on behalf of the Company (Regulation 6 of the Companies (Forms) Regulations 1979 SI 1979 1647).



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company and Document Number

87013/13

I hereby certify that a charge created on

25 June 1985

by

TOP HAT FOODS LIMITED

in favour of

The Royal Bank of Scotland plc

for securing

all sums due or to become due

was delivered pursuant to section 410 of the Companies Act,

1985, on

1 July 1985

Signed at Edinburgh

4 July 1985

Registrar of Companies

M

COMPANIES FORM No. 419a (Scot)

**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

4621

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

To the Registrar of Companies

For official use

Company number

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87013

Name of company

* TOP HAT FOODS LIMITED

* insert full name
of company

I, STEWART FORD McLEISH

of BLOCK 2, UNITS 1 AND 2, WEST PITKERRO INDUSTRIAL ESTATE, DUNDEE

† delete as
appropriate

[a director] ~~[a 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]~~

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 Dundee

Declarant sign below

the Twenty Seventh day of April

one thousand nine hundred and Eighty Seven

before me Gordon H. Brongh N.P.

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

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

Dundas & Wilson, C.S.,
25 Charlotte Square,
EDINBURGH,
EH2 4EZ.

(GD/CNA/S9118.009)

For official Use
Charges Section

Post room

Particulars of the charge to which the application overleaf refers

Please do not
write in
this margin

Date of creation of the charge

25th June 1985

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

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

Bond and Floating Charge by the Company in favour of The Royal Bank of
Scotland plc.

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

Date of Registration

1st July 1985

or the date of
registration may
be confirmed from
the certificate

Short particulars of property charged

The whole property (including uncalled capital) and undertaking of
the Company.

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

CERTIFICATE

I, EDWARD MILLER CROWDEN

of The Royal Bank of Scotland plc

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

M

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

For official use

Company number

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87013

Name of company

* TOP HAT FOODS LIMITED

* Insert full name
of company

Date of creation of the charge (note 1)

1st May 1987

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

Bond and Floating Charge

Amount secured by the charge

All sums due or to become due to The Governor and Company of the
Bank of Scotland by Top Hat Foods Limited

Names and addresses of the persons entitled to the charge

The Governor and Company of the Bank of Scotland, incorporated by Act of
Parliament and having their Head Office at The Mound, Edinburgh.

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

Dundas & Wilson, C.S.,
25 Charlotte Square,
Edinburgh EH2 4EZ,
(GD/CNA/S9118.009)

For official Use
Charges Section

Post room

4292

186

Short particulars of all the property charged.

Please do not
write in
this margin

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

The whole assets of the Company

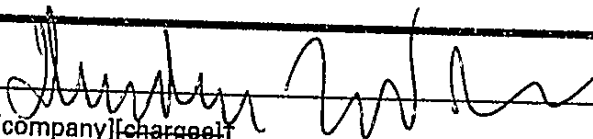
Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

The Instrument contains a clause prohibiting the creation of any fixed security or any other floating charge as defined by the Companies Act 1985, having priority over or ranking equally with this Floating Charge.

Excepting from this prohibition any fixed security which may subsequent to the date of the Bond and Floating Charge be granted by the Company in favour of the Bank which shall have priority over the Floating Charge hereby created.

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

Signed



Date

14/5/87

On behalf of [company][chargee]†

Notes

† delete as
appropriate

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.



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company and Document Number

87013

I hereby certify that a charge created by

TOP HAT FOODS LIMITED
on

1 May 1987

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

14 May 1987

Signed at Edinburgh

26 May 1987

Registrar of Companies

M

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

For official use

Company number

[] [] [] [] [] []

87013

Name of company

* Top Hat Foods Limited

* Insert full name
of company

Date of creation of the charge (note 1)

1st May 1987

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

Letter of Offset by Top Hat Foods Limited

Amount secured by the charge

All sums due or to become due to The Governor and Company of the
Bank of Scotland by Scotfresh Limited and Freezer Chef Limited.
another

Names and addresses of the persons entitled to the charge

The Governor and Company of the Bank of Scotland incorporated by
Act of Parliament and having their Head Office at The Mound,
Edinburgh.

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

Dundas & Wilson, C.S.,
25 Charlotte Square,
Edinburgh, EH2 4EZ.

(GD/CNA/S 9118.009)

For official Use
Charges Section

Post room

4293

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Short particulars of all the property charged.

Please do not
write in
this margin

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

The balances at credit of any accounts held by the Bank of
Scotland in name of Top Hat Foods Limited

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

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

Signed

Date

On behalf of [company] [chargee]†

Notes

† delete as
appropriate

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.



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company and Document Number

87013

I hereby certify that a charge created by

TOP HAT FOODS LIMITED

on

1 May 1987

for securing

all sums due or to become due by Scotfresh Limited and another
in favour of

the Governor and Company of the Bank of Scotland

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

14 May 1987

Signed at Edinburgh

26 May 1987

Registrar of Companies