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COMPANIES FORM No. 466(Scot)

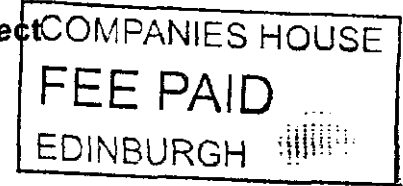
**Particulars of an instrument of
alteration to a floating charge created
by a company registered in Scotland**

466

CHFP025

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write in this
margin

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.



Pursuant to section 410 and 466 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number

1112

SC093587

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

Name of company

* PUB ENTERPRISES LIMITED

* insert full name
of Company

Date of creation of the charge (note 1)

10 MAY 2001

Description of the instrument creating or evidencing the charge or of any ancillary document which has been altered (note 1)

BOND +

FLOATING CHARGE

Names of the persons entitled to charge

THE ROYAL BANK OF SCOTLAND PLC

Short particulars of all the property charged

The whole assets and undertaking of the Company

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

Macdonald Henderson
Standard Buildings
94 Hope Street
Glasgow
G2 6PH

For official use (10/03)
Charges Section

Post room

THURSDAY



SCT

SIWDLB0F

25/06/2009

13

COMPANIES HOUSE

Names, and addresses of the persons who have executed the instrument of alteration (note 2)

PUB ENTERPRISES LIMITED, HAVING THEIR REGISTERED OFFICE AT HERBERT HOUSE, 22 HERBERT STREET, GLASGOW.

BANK OF SCOTLAND PLC, HAVING THEIR REGISTERED OFFICE AT MOUND, EDINBURGH.

GREENE KING BREWING AND RETAILING LIMITED, HAVING THEIR REGISTERED OFFICE AT WESTGATE BREWERY, BURY, ST EDMUNDS, SUFFOLK, IP33 1QT.

THE ROYAL BANK OF SCOTLAND PLC, HAVING THEIR REGISTERED OFFICE AT 36 ST ANDREW SQUARE, EDINBURGH, EH2 2YB.

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write in
this margin*

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

Date(s) of execution of the instrument of alteration

21st and 26th May and 1st and 16th June 2009

A statement of the provisions, if any, imposed by the instrument of 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

Short particulars of any property released from the floating charge

The amount, if any, by which the amount secured by the floating charge has been increased

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this margin

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

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

1. STANDARD SECURITY OVER SUBJECTS KNOWN AS THE WAVERLEY BAR, 344-350 MAIN STREET, WISHAW AND THE 1ST FLOOR FLAT, 350 MAIN STREET, WISHAW (REGISTERED OR TO BE REGISTERED IN THE LAND REGISTER OF SCOTLAND UNDER TITLE NUMBERS LAN184703 AND LAN102086) GRANTED BY PUB ENTERPRISES LIMITED IN FAVOUR OF THE BANK OF SCOTLAND PLC, TO THE EXTENT OF £360,510 WITH ONE YEARS INTEREST THEREON, COSTS, CHARGES AND EXPENSES, SUCH PRINCIPAL SUM REDUCING AS PROVIDED IN THE RANKING AGREEMENT.
2. STANDARD SECURITY OVER SUBJECTS KNOWN AS THE WAVERLEY BAR, 344-350 MAIN STREET, WISHAW AND THE 1ST FLOOR FLAT, 350 MAIN STREET, WISHAW (REGISTERED OR TO BE REGISTERED IN THE LAND REGISTER OF SCOTLAND UNDER TITLE NUMBERS LAN184703 AND LAN102086) GRANTED BY PUB ENTERPRISES LIMITED IN FAVOUR OF GREENE KING BREWING AND RETAILING LIMITED, TO THE EXTENT OF £215,000.
3. SAID STANDARD SECURITY OVER SUBJECTS KNOWN AS THE WAVERLEY BAR, 344-350 MAIN STREET, WISHAW AND THE 1ST FLOOR FLAT, 350 MAIN STREET, WISHAW (REGISTERED OR TO BE REGISTERED IN THE LAND REGISTER OF SCOTLAND UNDER TITLE NUMBERS LAN184703 AND LAN102086) GRANTED BY PUB ENTERPRISES LIMITED IN FAVOUR OF THE BANK OF SCOTLAND PLC, UNLIMITED FOR ANY SUMS IN EXCESS OF £360,510 WITH ONE YEARS INTEREST THEREON, COSTS, CHARGES AND EXPENSES.
4. SAID STANDARD SECURITY OVER SUBJECTS KNOWN AS THE WAVERLEY BAR, 344-350 MAIN STREET, WISHAW AND THE 1ST FLOOR FLAT, 350 MAIN STREET, WISHAW (REGISTERED OR TO BE REGISTERED IN THE LAND REGISTER OF SCOTLAND UNDER TITLE NUMBERS LAN184703 AND LAN102086) GRANTED BY PUB ENTERPRISES LIMITED IN FAVOUR OF GREENE KING BREWING AND RETAILING LIMITED, FOR ANY SUMS IN EXCESS OF £215,000.
5. STANDARD SECURITY OVER SUBJECTS KNOWN AS 170 ROSE STREET, EDINBURGH, EH2 4BA; MACKINTOSH BAR, 95-101 CAMBRIDGE STREET, GLASGOW, G3 6RU; HOUSTON INN, NORTH STREET, HOUSTON, JOHNSTONE, PA6 7HF; AND 483 DUMBARTON ROAD, GLASGOW (REGISTERED OR TO BE REGISTERED IN THE LAND REGISTER OF SCOTLAND UNDER TITLE NUMBERS MID6555, GLA12938, REN5636 AND GLA25872) GRANTED BY PUB ENTERPRISES LIMITED IN FAVOUR OF THE ROYAL BANK OF SCOTLAND PLC, TO BE PAID TO AN UNLIMITED AMOUNT (INCLUDING ANY INTEREST, COSTS, EXPENSES AND CHARGES);
6. THE FLOATING CHARGE BY PUB ENTERPRISES LIMITED IN FAVOUR OF THE ROYAL BANK OF SCOTLAND PLC DATED TENTH AND REGISTERED IN THE REGISTER OF CHARGES ON SIXTEENTH BOTH DATES, MAY TWO THOUSAND AND ONE TO BE PAID TO AN UNLIMITED AMOUNT (INCLUDING ANY INTEREST, COSTS, EXPENSES AND CHARGES)
7. THE FLOATING CHARGE BY PUB ENTERPRISES LIMITED IN FAVOUR OF THE BANK OF SCOTLAND PLC DATED TWENTY FIRST AND REGISTERED IN THE REGISTER OF CHARGES ON THE TWENTY NINTH BOTH DATES IN MAY, TWO THOUSAND AND NINE TO THE EXTENT (TOGETHER WITH SUMS RECOVERED UNDER THE STANDARD SECURITY REFERRED TO AT 1 ABOVE) OF THE LIMIT REFERRED TO AT 1 ABOVE.
8. THE FLOATING CHARGE BY PUB ENTERPRISES LIMITED IN FAVOUR OF GREENE KING BREWING AND RETAILING LIMITED DATED NINETEENTH AND RREGISTERED IN THE REGISTER OF CHARGES ON TWENTY SECOND BOTH DATES NOVEMBER, TWO THOUSAND AND EIGHT (TOGETHER WITH SUMS RECOVERED UNDER THE STANDARD SECURITY REFERRED TO AT 2 ABOVE) OF THE LIMIT REFERRED TO AT 2 ABOVE.
9. THE SAID FLOATING CHARGE BY PUB ENTERPRISES LIMITED IN FAVOUR OF THE BANK OF SCOTLAND DATED PLC TWENTY FIRST AND REGISTERED IN THE REGISTER OF CHARGES ON THE TWENTY NINTH BOTH DATES IN MAY, TWO THOUSAND AND NINE TO BE PAID TO AN UNLIMITED AMOUNT ON ALL ASSETS OF PUB ENTERPRISES LIMITED.
10. THE SAID FLOATING CHARGE BY PUB ENTERPRISES LIMITED IN FAVOUR OF GREENE KING BREWING AND RETAILING LIMITED DATED NINETEENTH AND RREGISTERED IN THE REGISTER OF CHARGES ON TWENTY SECOND BOTH DATES NOVEMBER, TWO THOUSAND AND EIGHT TO BE PAID TO AN UNLIMITED AMOUNT ON ALL ASSETS OF PUB ENTERPRISES LIMITED.

Continuation of the 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

*Please do not
write in
this margin*

*Please complete
legibly, preferably
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bold block lettering*

*A fee is payable to
Companies House
in respect of each
register entry for a
mortgage or
charge.
(See Note 5)*

Signed  Date 18/6/09

On behalf of ~~XXXXXX~~ [chargee] †

Notes

1. A description of the instrument e.g. "Instrument of Charge" "Debenture" etc, as the case may be, should be given. For the date of creation of a charge see section 410(5) of the Companies Act.
2. In accordance with section 466(1) 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.
3. A certified copy of the instrument of alteration, 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 execution of that instrument.
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. A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is: Companies Registration Office, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235 Edinburgh or LP - 4 Edinburgh 2

† delete as
appropriate



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF AN ALTERATION TO A FLOATING CHARGE**

**COMPANY NO. 93587
CHARGE NO. 12**

**I HEREBY CERTIFY THAT PARTICULARS OF AN INSTRUMENT
OF ALTERATION DATED 16 JUNE 2009**

**WERE DELIVERED PURSUANT TO SECTION 410 OF THE
COMPANIES ACT 1985
ON 25 JUNE 2009**

**THE INSTRUMENT RELATES TO A CHARGE CREATED ON 10
MAY 2001**

BY PUB ENTERPRISES LIMITED

**IN FAVOUR OF
THE ROYAL BANK OF SCOTLAND PLC**

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

GIVEN AT COMPANIES HOUSE, EDINBURGH 25 JUNE 2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES