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COMPANIES FORM No.155(6)a

**Declaration in relation to  
assistance for the acquisition  
of shares.**

155(6)a

Please do not  
write in this  
margin

Pursuant to section 155(6) of the Companies Act 1985

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

To the Registrar of Companies  
(Address overleaf- Note 5)

For official use

Company number

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

96145

**Note**

Please read the notes  
on page 3 before  
completing this form.

\* insert full name  
of company

o insert name(s) and  
address(es) of all  
the directors

Name of company

\* Stortext (Scotland) Limited

I/We o Mark Ian McNeil Houston of 2a St Fillan's Terrace Edinburgh,  
Graeme John Scott of 23 Murrayfield Avenue Edinburgh, Colin John McCulloch  
of 7 Denholm Green Avenue Edinburgh, James Alexander McConnell Orr of Lins  
Mill, Newbridge, Edinburgh, Douglas Bruce Paul of 28 Inverleith Gardens,  
Edinburgh and John Noel Little of Dunrosdale, 22 Cammo Crescent, Edinburgh.

† delete as  
appropriate

§ delete whichever  
is inappropriate

~~the sole director~~ all the directors† of the above company do solemnly and sincerely declare that:

The business of the company is:

- (a) ~~that of a recognised bank, licensed institution, within the meaning of the Banking Act 1979~~  
(b) ~~that of a person authorised under section 3 or 4 of the Insurance Companies Act 1981 to carry on~~  
~~insurance business in the United Kingdom~~  
(c) something other than the above§

The company is proposing to give financial assistance in connection with the acquisition of shares in  
the ~~company~~ ~~company's holding company~~ \_\_\_\_\_ Limited†

The assistance is for the purpose of [that acquisition] ~~reducing or discharging a liability incurred for the~~  
~~purpose of that acquisition~~ ~~or~~

The number and class of the shares acquired or to be acquired is: 125,363  
Ordinary Shares of 10p each.

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

Dundas & Wilson CS  
Saltire Court  
20 Castle Terrace  
Edinburgh  
EH1 2EN  
Ref: KCR/ADC

For official Use  
General Section

Post room

The assistance is to be given in accordance with the provisions of the Companies Act 1985, section 151(1) and (2) and the provisions of the Companies Act 1985, section 151(3) and (4).

Please do not  
write in  
the margin  
  
Please complete  
legibly, preferably  
in block type, or  
bold block lettering

The assistance will take the form of

The terms of the loan of the company to the person assisted are as follows:

The person who ~~was assisted~~ will acquire the shares is:

Delete as  
appropriate

Davidson

The principal terms on which the assistance will be given are:

An interest-free loan to purchase 125,363 Ordinary Shares of 10p each in the Company repayable on demand on 7 days notice or such shorter period of notice as the parties may agree.

The amount of cash to be transferred to the person assisted is £ 196,303

The value of any asset to be transferred to the person assisted is £ Nil

The date on which the assistance is to be given is 18th June

Use do not  
write in  
this margin

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

Delete either (a) or  
(b) as appropriate

~~X~~We have formed the opinion, as regards the company's initial situation immediately following the date on which the assistance is proposed to be given, that there will be no ground on which it could then be found to be unable to pay its debts.(note 3)

(a)~~X~~We have formed the opinion that the company will be able to pay its debts as they fall due during the year immediately following that date~~X~~(note 3)

~~(b) It is intended to commence the winding up of the company within 12 months of the date, and ~~X~~ we have formed the opinion that the company will be able to pay its debts in full within 12 months of the commencement of the winding up. (note 2) ~~X~~~~

And I/we 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 EDINBURGH

Declarants to sign below

the 15<sup>th</sup> day of JUNE  
one thousand nine hundred and NINETY  
THREE

before me [Signature]  
A Commissioner for Oaths or Notary Public or Justice of  
the Peace or a Solicitor having the powers conferred on  
a Commissioner for Oaths.

[Signature]  
[Signature]  
[Signature]

## NOTES

- 1 For the meaning of "a person incurring a liability" and "reducing or discharging a liability" see section 152(3) of the Companies Act 1985.
- 2 Insert full name(s) and address(es) of the person(s) to whom assistance is to be given; if a recipient is a company the registered office address should be shown.
- 3 Contingent and prospective liabilities of the company are to be taken into account - see section 156(3) of the Companies Act 1985.
- 4 The auditors report required by section 156(4) of the Companies Act 1985 must be annexed to this form.
- 5 The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF4 3UZ

or, for companies registered in Scotland:-

The Registrar of Companies  
Companies House  
100-102 George Street  
Edinburgh  
EH2 3DJ

# SCOTT OSWALD & CO

CHARTERED ACCOUNTANTS

1 ROYAL TERRACE, EDINBURGH EH1 5AD. TELEPHONE 031 557 4455.  
FAX 031 556 0662. RUTLAND EXCHANGE BOX ED64.

*Also at Braehead Mains, Edinburgh*

15th June 1993

Our ref ST43/AJN/WSH

Your ref

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The Directors  
Stortext (Scotland) Limited  
10 Chestnut Street  
Edinburgh  
EH5 1PY

Dear Sirs

In accordance with Section 156(4) of the Companies Act 1985 we have enquired into the state of affairs of Stortext (Scotland) Limited and report that we are not aware of anything to indicate that the opinion expressed by the directors on page 3 of the statutory declaration of 15th June 1993 is unreasonable in all the circumstances.

Yours faithfully



*Offices in Edinburgh, Aberdeen, Dundee, Falkirk, Glasgow, Inverness, Kirkcaldy, Perth and Stirling.*

W. L. R. Scott · R. A. Jack · I. D. Fraser · M. J. Gilbert · P. L. Moodie · D. G. Brown · D. R. Carrick  
M. H. Eckersall · W. C. Davidson · A. A. Nelson · T. Dyer · D. I. Moncur · T. Arbuckle · D. E. Tainsh · N. J. Vestey  
J. B. Mitchell · D. Gill · J. R. Gunn · H. Hutchison · A. J. Newton · W. Stewart · P. J. Renz · T. C. MacLennan

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