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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  
(Address overleaf - Note 5)

For official use

[- T - T - ]  
[- L - L - ]

Company Number

SC 97757

\*insert full name  
of company

Name of company

\* AITKEN CAMPBELL & CO LIMITED  
COMPANY

Date of creation of the charge (note 1)

14 February 1997

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

Bond and Floating Charge

Amount secured by the charge

All debts, obligations and liabilities whatsoever at the date of the Deed and from time to time thereafter (whether before or after the service of a Default Notice) due, owing or incurred by the Company to the Bank (whether solely or jointly, or jointly and severally, with another or others, and whether as principal or surety, and whether actual or contingent, present or future) including (whether before or after any judgment) all interest, costs and other charges whatsoever and including, without limitation, any such debts, obligations and liabilities which arise out of or in connection with the provision of CREST settlement bank facilities (As more particularly described in the Deed).

Names and addresses of the persons entitled to the charge

THE ROYAL BANK OF SCOTLAND plc, 36 St Andrew Square, Edinburgh.

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

**MILLAR & BRYCE LIMITED**  
5 LOGIE MILL  
BEAVERBANK OFFICE PARK  
LOGIE GREEN ROAD  
EDINBURGH EH7 4HH

For Official Use  
Charges Section

Post room



Short particulars of all the property charged.

See paper apart

Please do not  
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Please complete  
legibly, preferably  
in black type, or  
bold block lettering

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

Declaration as to ranking:-

A The floating charge shall rank in priority and in preference to:-

(i) any fixed security which may be created by the Company hereafter, other than  
any fixed security in favour of the Bank, which shall in all respects rank in  
priority and in preference to the floating charge; and

(ii) any other floating charge which may be created by the Company hereafter;

B no fixed security, other than any fixed security in favour of the Bank, and no  
other floating charge shall rank in priority or preference prior to or equally  
with the floating charge.

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

Nil

For and on behalf of The Royal Bank of Scotland plc

Signed  Date 24/2/97

On behalf of [company][chargee]†

†Delete as

appropriate

#### Notes

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.

5. The address of the Registrar of Companies is:-

Companies Registration Office  
102 George Street  
Edinburgh EH2 3DJ

Paper Apart to 410 Relative to Bond And Floating Charge Dated 16 December 1996  
Short particulars of all the property charged.

- (a) All eligible stock held by or for the account of the Company in CREST;
- (b) all and any property, rights or interests of the Company in, or rights of the Company to, eligible stock in CREST, including (without limitation) interests of the kinds specified in Regs 25(1)(a) and 25(2)(a) of the Uncertificated Securities Regulations 1995;
- (c) all and any sums or other benefits due or becoming due to the Company by reason of its holding or entitlement to eligible stock in CREST, including, without limitation, sums or benefits due or becoming due by way of repayment, bonus, allotment, dividend, preference, redemption or conversion or accruing or offered in respect of eligible stock in CREST in which the Company has an interest;
- (d) all and any stock or property, rights title or interest in, or any sum or benefit deriving from, stock which is no longer in an uncertificated form by reason of the Company, having become a former system-member of CREST or for any other reason, save to the extent that such stock derives from an excluded stock account;
- (e) all sums and payments now and from time to time hereafter receivable by or for the account of the Company by reason or in respect of any transfer or debit of, or any agreement to transfer or debit, stock from any eligible stock account of or in name of or otherwise referable to the Company in CREST or of any transfer by the Company of any of its right, title or interest to and in stock represented or to be represented by any credit balance for the time being on any eligible stock account in CREST (the "Debts"), together with all rights and interests in such sums and payments; and
- (f) all right, title and interest of the Company to and in all monies now or at any time hereafter standing to the credit of the Controlled Accounts, together with all rights relating or attaching thereto, including interest accruing thereon.

For THE ROYAL BANK OF SCOTLAND plc

  
24/2/97  
Sr Assistant Securities Manager



**CERTIFICATE OF THE REGISTRATION  
OF A CHARGE**

Company number 97757

I hereby certify that a charge created by

AITKEN CAMPBELL & COMPANY LIMITED

on 14 FEBRUARY 1997

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of THE ROYAL BANK OF SCOTLAND plc

was delivered pursuant to section 410 of the Companies Act, 1985,  
on 25 FEBRUARY 1997

Signed at Edinburgh  
26 FEBRUARY 1997

R. Graham  
For Registrar of Companies



N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

# REGISTER of Charges, Alterations to Charges,

COMPANY: SC097757 CHARGE: 8

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge  £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
25/02/1997		14/ 2/97 BOND & FLOATING CHARGE		ALL SUMS DUE, OR TO BECOME DUE	SEE CHARGE PARTICULARS FORM FOR DETAILS ALL STOCK OR PROPERTY ETC...	THE ROYAL BANK OF SCOTLAND plc

# Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC097757 CHARGE: 8

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement 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 the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
				Name	Date of Appointment	Date of Ceasing to act
COMPANY ARE EXPRESSLY PROHIBITED FROM CREATING SUBSEQUENT FIXED SECURITY HAVING PRIORITY OVER OR RANKING EQUALLY WITH THE FLOATING CHARGE						