

**Particulars of a charge created  
by a company registered in Scotland****410**

155

004035

Please do not  
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Pursuant to section 410 of the Companies Act 1985

For official use

Company number

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109608

To the Registrar of Companies

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

Name of company

\* insert full name  
of company

*Company* **MOVELEVEL LIMITED** *C/N 1's Atlantic Power & Gas Holding Ltd.*  
*20/4/88*

Date of creation of the charge (note 1)

*31 March 1988*

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

**Bond and Floating Charge.**

Amount secured by the charge

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

*plus or is become due*

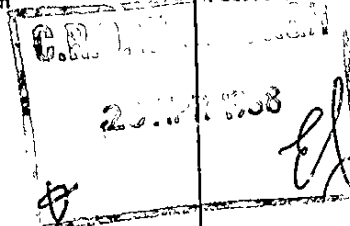
Names and addresses of the persons entitled to the charge

**THE ROYAL BANK OF SCOTLAND plc, 36 St Andrew Square, Edinburgh.**Presentor's name address telephone  
number and reference (if any):

Law Department  
The Royal Bank of Scotland plc  
P O Box 31  
42 St Andrew Square  
EDINBURGH EH2 2YE  
Reference: LAW/ G/JS/A  
Telephone: 031-556 8555 Ext: 2387

For official Use  
Charges Section

Post room

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

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.

✓

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 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.

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 William Turley Date 15.4.88  
~~James S. S. S.~~  
On behalf of [company] [chargee]† Securities Manager

### 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.)

† delete as  
appropriate

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 Number  
109608

I hereby certify that a charge created by  
ATLANTIC POWER & GAS (HOLDING) LIMITED (FORMERLY MOVELEVEL LIMITED)  
on  
31 March 1988  
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  
20 April 1988

Signed at Edinburgh  
11 May 1988

A handwritten signature in black ink, appearing to be 'S. J. ...', written over a faint circular stamp.

Registrar of Companies

**M****410****Particulars of a charge created  
by a company registered in Scotland**Please do not  
write in  
this margin

Pursuant to section 410 of the Companies Act 1985

007431

To the Registrar of Companies

For official use

Company number

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109608

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

Name of company

\* ATLANTIC POWER &amp; GAS (HOLDING) LIMITED

\* Insert full name  
of company

Date of creation of the charge (note 1)

THIRD JULY 1990

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

Floating Charge

Amount secured by the charge

All sums and obligations due or to become due from time to time by the Company to  
Clydesdale Bank Public Limited Company.

Names and addresses of the persons entitled to the charge

Clydesdale Bank Public Limited Company, Incorporated under the Companies Acts and having  
their Registered Office at Thirty Saint Vincent Place, Glasgow, Strathclyde.

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

Clydesdale Bank Public Limited  
Company  
29 George Street  
EDINBURGH

For official Use  
Charges Section

Post room

-9 JUL 1990

The whole of the property which is, or may be, from time to time comprised in the Company's property and undertaking, including its uncalled capital for the time being.

write in  
this margin

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 provision (note 2)

The Instrument contains the following provisions:-

(1) Except as herein otherwise provided or as may hereafter be otherwise agreed in writing by the Bank, the floating charge hereby created shall rank in priority to any fixed security as defined in the Companies Act, 1985, or any statutory amendment or re-enactment thereof for the time being in force (which Act as so amended or re-enacted is hereinafter referred to as 'the said Act') and any other floating charge, being a fixed security or floating charge which shall have been created by us after our execution hereof

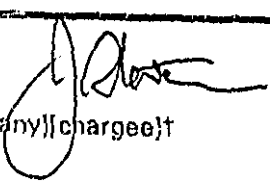
(2) Without the previous consent in writing of the Bank we shall not be entitled or at liberty to create or grant any such fixed security or floating charge or any other security, mortgage or charge affecting our assets or any part thereof, heritable or moveable, or to sell, dispose of or deal with, otherwise than in the ordinary course of our business and for the purpose of carrying on the same, our book or other debts, securities for money or any other part of our assets, heritable or moveable, declaring that the sale or assignation or other disposal of any such debts or securities in connection with the factoring or discounting thereof shall not be deemed to be in the ordinary course of business, and

(3) Any such fixed security already subsisting in favour of the Bank or which may at any time hereafter be granted by us in favour of the Bank shall rank in priority to the floating charge hereby created.

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

N/A

Signed



Date 3/7/90

On behalf of [company]/[chargee]†

### 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.)

† delete as  
appropriate

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 Number**

109608

**I hereby certify that a charge created by**

ATLANTIC POWER & GAS (HOLDING) LIMITED

**on**

3 July 1990  
**for securing**

all sums due or to become due

**in favour of**

Clydesdale Bank Public Limited Company

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

9 July 1990

**Signed at Edinburgh**

13 July 1990

**Registrar of Companies**

# 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

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

**To the Registrar of Companies  
(Address overleaf)**

**For official use**

**Company number**

— — — — —

109608

Name of company

\* insert full name  
of company

\* ATLANTIC POWER & GAS (HOLDING) LIMITED)

† delete as appropriate

1, JOHN STEVENSON

Job

[a director][~~the secretary~~][~~the liquidator~~][~~the receiver~~][~~the administrator~~]† 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**

**Declarant sign below**

the 20 day of

one thousand ~~nine~~ hundred and

before me

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):  
Law Department  
The Royal Bank of Scotland plc  
42 St Andrew Square  
EDINBURGH EH2 2YE  
Ref: LAW/G/AAM/SM/A  
Tel: 031 523 2386

**For official Use  
Charges Section.**

**Post room**

31 AUG 1990

# Particulars of the charge to which the application overleaf refers

Please do not  
write in  
this margin

Date of creation of the charge

31 March 1988

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

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

Date of Registration

20 April 1988

or the date of  
registration may  
be confirmed from  
the certificate

Short particulars of property charged

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.

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

## CERTIFICATE

I, GORDON PETER DAVID MASON, Securities Manager  
of The Royal Bank of Scotland plc, Head Office, 42 St Andrew Square, Edinburgh  
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



Securities Manager

Date

31 AUG 1990

## Note

The address of the Registrar of Companies is:-

Companies House  
100-102 George Street  
Edinburgh  
EH2 3DJ