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COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

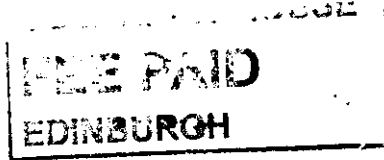
410

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

CHFP025

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 6)

For official use

Company number

1312

SC126333

Name of company

* INVERESK PLC (the "Company")

Date of creation of the charge (note 1)

18 December 2008

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

Legal charge (the "Charge")

Amount secured by the charge

All debt incurred by the Company under the terms of the Subordinated Loan Agreement.

See paper apart I for definitions.

AM Some.....

Names and addresses of the persons entitled to the charge

CAVEDRIVE LIMITED (registered in England with company number 06604491,
registered office at Bedford House, 1 Regal Lane, Soham, Cambridgeshire CB7
5BA (the "Lender"))

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

MCGRIGORS LLP
PRINCES EXCHANGE
1 EARL GREY STREET
EDINBURGH
EH3 9AQ

0131 777 7000

NDT/CZM/IN0830.11

For official use (06/2005)

Charges Sect

WEDNESDAY



SPT2164N

SCT

31/12/2008

303

COMPANIES HOUSE

Short particulars of all the property charged.

See paper apart II.

Please do not
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)

N/A

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

N/A

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

Signed *[Signature]* Date 31/12/08
On behalf of [company] ~~XXXXXX~~ †

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. 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 House, 37 Castle Terrace, Edinburgh EH1 2EB
DX 235 Edinburgh or LP - 4 Edinburgh 2

† delete as
appropriate

Paper Apart I to Form 410
Inveresk PLC (company number: SC126333)
Paper Apart in relation to a legal charge by Inveresk PLC in favour of Cavedrive Limited

Definitions:

"Debt" means all debt incurred by the Company under the terms of the Subordinated Loan Agreement;

"Property" means:

- (a) the freehold property known as St Cuthbert's Paper Mill, Glencot Lane, Wells, Somerset registered at HM Land Registry under Title Number ST74426;
- (b) the freehold property known as land near St Cuthbert's Paperworks, Haybridge, Wells, Somerset registered at HM Land Registry under Title Number ST147066;
- (c) the freehold property known as land at St Cuthberts, Wookey Hole, Somerset registered at HM Land Registry under Title Number ST74425; and
- (d) the leasehold property known as Spring of Water lying to the West of Glencot Lane, Wells, Somerset registered at HM Land Registry under Title Number ST74424;

"Rental Sums" means all rents, profits, income, fees and other sums at any time payable by any lessees and underlessees, tenants or licences of the Property to the Company pursuant to the terms of any agreements for lease, leases, underleases, tenancies or licences to which all or any part of the Property is subject but not any sums payable in respect of services provided to such lessees, underlessees, tenants or licensees or payable in respect of insurance premiums or reasonable professional fees or expenses;

"Secured Liabilities" means all or any monies and liabilities which shall for the time being (and whether on or at any time after demand) be due, owing or incurred in whatsoever manner to the Lender by the Company, whether actually or contingently, solely or jointly and whether as principal or surety (or guarantor or cautioner) including any money or liabilities of the Company to a third party which have been assigned or novated to or otherwise vested in the Lender and including discount, commission and other lawful charges or expenses which the Lender may in the course of its business charge or incur in respect of any of those matters or for keeping the Company's account, together with Interest upon them and Expenses relating to them; and

"Subordinated Loan Agreement" means the loan agreement dated on or about the date of the Charge.

Paper Apart II to Form 410
Inveresk PLC (company number SC126333)
Paper Apart in relation to a legal charge by Inveresk PLC in favour of Cavedrive Limited

1 Property Charged

- 1.1 By way of legal mortgage the Property;
- 1.2 By way of fixed charge all buildings and other structures on, and items fixed to, the Property;
- 1.3 By way of fixed charge any goodwill relating to the Property or the business or undertaking conducted at the Property;
- 1.4 By way of fixed charged all plant, machinery and other items affixed to and forming part of the Property on or at any time after the date of the Charge;
- 1.5 By way of assignment the Rental Sums together with the benefit of all rights and remedies of the Company relating to them to hold to the Lender absolutely subject to redemption upon repayment of the Debt;
- 1.6 By way of fixed charge the proceeds of any claim made under any insurance policy relating to any of the property charged under the Charge; and
- 1.7 By way of floating charge all unattached plant, machinery, chattels and goods now or at any time after the date of the Charge on or in or used in connection with the Property or the business or undertaking conducted at the Property.



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 126333

CHARGE NO. 32

I HEREBY CERTIFY THAT A CHARGE CREATED BY INVERESK
PLC

ON 18 DECEMBER 2008

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF CAVEDRIVE LIMITED

WAS DELIVERED PURSUANT TO SECTION 410 OF THE
COMPANIES ACT 1985 ON 31 DECEMBER 2008

GIVEN AT COMPANIES HOUSE, EDINBURGH 5 JANUARY 2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES