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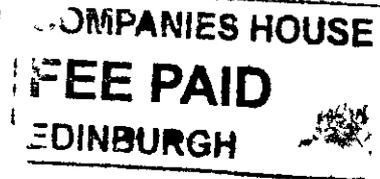
COMPANIES FORM No 410(Scot)

## Particulars of a charge created by a company registered in Scotland

# 410

CHFP021

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



*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

9

SC128917

Name of company

\* John Cadzow (Auldathie) Limited (the "Company")

*\* insert full name  
of company*

Date of creation of the charge (note 1)

5 March 2008

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

Standard Security

Amount secured by the charge

Please see Paper Apart 1

Names and addresses of the persons entitled to the charge

LXB Properties (Winchburgh 2) Limited, 2nd Floor, Grafton House, 2 3 Golden Square, London, W1F  
9HR

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

Brodies LLP  
2 Blythswood Square  
Glasgow  
G2 4AD

AXH/FAG/LXB1 140

For official use (06/2005)

Charges Section

Post room

SATURDAY



\*S1WTCXUL\*  
SCT 08/03/2008 88  
COMPANIES HOUSE

Short particulars of all the property charged

Please do not write in this margin

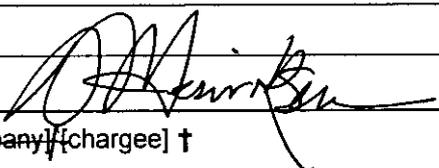
Please see Paper Apart 2

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))

Signed 

Date 7-3-08

On behalf of [company]/[chargee] †

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

† 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 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 EH12EB  
DX 235 Edinburgh 1 or LP 4 Edinburgh 2

410 Paper Apart.<sup>1</sup> John Cadzow (Auldcaithie) Limited – Company Number SC128917

Standard Security Registered 5 March 2008

**Paper apart 1 Amount secured by the charge**

All present and future obligations and liabilities of Lord Hopetoun under the Hopetoun Option Contract, whether actual, contingent, sole, joint and/or several or otherwise

**Definitions**

"Beneficial Interest" has the meaning given to it in the Hopetoun Option Contract

"Hopetoun Option Contract" means the missives concluded between Gillespie Macandrew LLP for the Sellers and Brodies LLP for the Company (as purchaser) in respect of the Option

"Lord Hopetoun" means the Right Honourable Andrew Victor Arthur Charles, Earl of Hopetoun residing formerly at Philpstoun House by Linlithgow, West Lothian and now at Hopetoun House, South Queensferry, West Lothian

"Obligor" means Lord Hopetoun in his capacity as a Seller under the Hopetoun Option Contract

"Option" means the options to sell the Beneficial Interests of the Obligor granted by the Obligor to the Company, as purchaser, in terms of the Hopetoun Option Contract

"Seller" has the meaning given to it in the Hopetoun Option Contract

**Paper apart 2. Short particulars of the property charged**

ALL and WHOLE the Property Interest (defined below) forming part of the subjects registered under Title Number WLN32730 together with (1) the parts, privileges and pertinents thereof, (2) the whole right, title and interest of the Chargors in and to the subjects hereby secured and (3) insofar as belonging to the Chargors the heritable fixtures and fittings therein and thereon,

**Definition**

**"Property Interest"** means all and whole those areas or pieces of ground by Winchburgh in the County of West Lothian extending in total to Forty Five hectares and Three hundred and Twenty Six decimal or one thousandth parts of a hectare (45 326 ha ) or thereby shown respectively delineated in pink and green and hatched in pink on the plan annexed and signed as relative hereto and which subjects hereby disposed form part and portion of the subjects more particularly described (IN THE FIRST PLACE) and disposed by the Disposition by the Right Honourable John Adrian Hope, Baron Glendevon and others as Trustees thereinmentioned in favour of me the said Adrian John Charles, formerly Earl of Hopetoun and now titled Marquess of Linlithgow, dated Twelfth and recorded in the Division of the General Register of Sasines for the County of Lanark and by Memorandum in the Divisions of the General Register of Sasines for the Counties of West Lothian, Midlothian, East Lothian and Berwick on the Nineteenth, both days of November Nineteen Hundred and Seventy One TOGETHER WITH (1) the whole mines, metals and minerals efferring to the subjects hereby disposed including without prejudice to the foregoing generality all gold, silver, lead, clay, fireclay, shale, ironstone, stone, gravel, sand, and all others whatsoever and all rights to work win and carry away the same, (2) the whole mills, woods, salmon fishings and all other fishings, teinds, parsonage and vicarage and all heritable rights efferring thereto, which Property Interest forms part of the subjects registered under Title Number WLN 32730,

**"Chargors"** means **JOHN CADZOW (GLENDEVON) LIMITED**, a company incorporated under the Companies Acts in Scotland with company number SC064928 and having its registered office at Glendevon Farm, Winchburgh, West Lothian, EH52 6PX, and (2) **JOHN CADZOW (AULDCATHIE) LIMITED**, a company incorporated under the Companies Acts in Scotland with company number SC128917 and having its registered office at Glendevon Farm, Winchburgh, West Lothian, EH52 6PX, and (3) **CHAPELCROSS LIMITED**, a company incorporated under the Companies Acts in Scotland with company number SC128919 and having its registered office at Glendevon Farm, Winchburgh, West Lothian EH52 6PX, and (4) **LXB PROPERTIES (WINCHBURGH) LIMITED**, a company incorporated under the Companies Act in England with company number 06400967 and having its registered office at 2<sup>nd</sup> Floor Grafton House, 2 3 Golden Square, London, W1F 9HR, (5) **THE MOST HONOURABLE ADRIAN JOHN CHARLES, MARQUESS OF LINLITHGOW**, residing formerly at Hopetoun House, South Queensferry, West Lothian and now at Philpstoun House by Linlithgow, West Lothian, (6) **THE RIGHT HONOURABLE ANDREW VICTOR ARTHUR CHARLES, EARL OF HOPETOUN**, residing formerly at Philpstoun House by Linlithgow, West Lothian and now at Hopetoun House, South Queensferry, West Lothian



**FILE COPY**

**CERTIFICATE OF THE REGISTRATION  
OF A CHARGE**

COMPANY NO. 128917

CHARGE NO. 9

I HEREBY CERTIFY THAT A CHARGE CREATED BY JOHN  
CADZOW (AULDCATHIE) LIMITED

ON 5 MARCH 2008

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF LXB PROPERTIES (WINCHBURGH 2) LIMITED

WAS DELIVERED PURSUANT TO SECTION 410 OF THE  
COMPANIES ACT 1985 ON 8 MARCH 2008

GIVEN AT COMPANIES HOUSE, EDINBURGH 11 MARCH 2008



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES