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COMPANIES FORM No. 419a(Scot)

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

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

*insert full name of company

†delete as appropriate

To the Registrar of Companies
(Address overleaf)

For official use

Company Number

SC157875

Name of company

*Edinburgh Fund Managers Group plc

I, SCOTT EDWARD MASSIE
of 10 QUEEN'S TERRACE, ABERDEEN

[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 10 Queen's Terrace
Aberdeen, AB10 1YG
SEM
the Twenty fifth day of February 2004

Declarant sign below

before me LISA BROWN

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

Lisa Brown

Presenter's name address telephone number and reference (if any):
Credit Documentation Department
The Royal Bank of Scotland plc
P O Box 1727
1 Redheughs Avenue
EDINBURGH EH12 9JN
Reference: 581902/CORP/JAFM/CIBE
Telephone: 0131 523 8405

For Official Use
Charges Section

Post room



Particulars of the charge to which the application overleaf refers

Please do not
write in
this margin

Date of creation of the charge

15 July 2003

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

25 July 2003

• the date of registration
may be confirmed from
the certificate

Short particulars of property charged

The whole property (including uncalled capital) which is or may be from time to time comprised in the property and undertaking of the Company.

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

CERTIFICATE	
I <u>ROGER ALEXANDER FALCONER</u> , <u>MANAGER</u>	
of The Royal Bank of Scotland plc	
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.	
Signature <u>R. Falconer</u>	Date <u>24/10/03</u>

† delete as
appropriate

Note

The address of the Registrar of Companies is:-

Argyle House
37 Castle Terrace
Edinburgh EH1

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: SC157875 CHARGE: 1

(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
25/07/2003		15/ 7/03 BOND & FLOATING CHARGE		ALL SUMS DUE, OR TO BECOME DUE	UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE OF THE COMPANY INCLUDING UNCALLED CAPITAL	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: SC157875 CHARGE: 1

(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			27/ 2/04 FULLY			

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

COMPANY: SC157875 CHARGE: 1

Instruments of Alteration to a Floating Charge					
(13) Date of Execution	(14) Names of the persons who have executed the instrument	(15) 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.	(16) The provisions, if any, varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges.	(17) Short particulars of any property released from the floating charge	(18) The amount, if any, by which the amount secured by the floating charge has been increased. £
	EDINBURGH FUND MANAGERS GROUP PLC THE ROYAL BANK OF SCOTLAND plc THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND				