

MG01s

Particulars of a charge created by a company registered in Scotland

Oyez

COMPANIES HOUSE
FEE PAID
EDINBURGH

A fee is payable with this form.

We will not accept this form unless you send the correct fee.

Please see 'How to pay' on the last page.



What this form is for

You may use this form to register
particulars of a charge created by a
Scottish company.



What this form is NOT for

You cannot use this form to register
particulars of a mortgage or charge
created by a company in England
and Wales or Northern Ireland.
If this is the case, please use form MG01.

WEDNESDAY



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SCT

15/09/2010

421

COMPANIES HOUSE

1

Company details

Company number

S C 2 1 9 1 4 8

Company name in full

MILLER SHARED EQUITY LIMITED (the **Chargor**)

For official use

Filling in this form

Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

2

Date of creation of charge

Date of creation

1 0 9 2 0 1 0

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Description

Please give a description of the instrument (if any) creating or evidencing the
charge e.g. 'Standard security', 'Floating charge' etc.

Description

Floating charge dated 10 September 2010 granted by the **Chargor** in favour
of Thomas Mitchell Homes Limited (in administration) (**TMHL**) (the **Charge**)

4

Amount secured

Please give us details of the amount secured by the charge.

Amount secured

The **Chargor** shall on demand in writing made to it
pay or discharge the Secured Liabilities when the
same are due and payable.

Secured Liabilities means all or any money and
liabilities which shall from time to time (and
whether on or at any time after demand) be due,
owing or incurred in whatsoever manner to **TMHL** by
the **Chargor** under and pursuant to the Shared Equity
Proceeds Agreement.

Shared Equity Proceeds Agreement means the
agreement of that name dated 10 September 2010 made
between the **Chargor**, **TMHL**, Mitchell Thornton
Limited (In Administration) (**MTL**) and Blair
Carnegie Nimmo and Gary Steven Fraser as joint
administrators of **TMHL** and **MTL**, as the same may be
amended, varied, supplemented, restated,
substituted or novated from time to time.

Continuation page

Please use a continuation page if
you need to enter more details.

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Mortgagee(s) or person(s) entitled to the charge

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge.

Continuation page

Please use a continuation page if you need to enter more details.

Name Thomas Mitchell Homes Limited (in administration)

Address c/o KPMG LLP, Saltire Court, Castle Terrace
Edinburgh

Postcode E H 1 2 E G

Name

Address

Postcode

6

Short particulars of all the property charged

Please give the short particulars of the property charged.

Continuation page

Please use a continuation page if you need to enter more details.

Short particulars

The Chargor grants a floating charge over the Assets to TMHL as a continuing security for the payment or discharge of the Secured Liabilities.

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

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Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision ¹⁾

Please see Paper Apart.

¹ 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.

8

Particulars as to commission, allowance or discount (if any)

Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his:

- subscribing or agreeing to subscribe, whether absolutely or conditionally, or
- procuring or agreeing to procure subscriptions, whether absolute or conditional,

for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.

Commission allowance or discount

N/A

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Delivery of instrument

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 (UK), comprising property situated outside the UK, 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 UK. Certified copies of any other documents relevant to the charge should also be delivered.

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Signature ²⁾

Please sign the form here.

Signature

Signature

X *David E. Forster* X

Partner, for and on behalf of Dundas & Wilson

² Signature

This form must be signed by a person with an interest in the registration of the charge.

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name

Natalie McNairn

Company name

Dundas & Wilson CS LLP

Address

191 West George Street

Glasgow

Post town

County/Region

Postcode

G

2

2

L

D

Country

DX

Telephone

0141 304 6043



Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have included a certified copy of the deed (if any) with this form.
- ☐ You have entered the date the charge was created.
- ☐ You have supplied the description of the instrument.
- ☐ You have given details of the amount secured by the chargee.
- ☐ You have given details of the mortgagee(s) or person(s) entitled to the charge.
- ☐ You have entered the short particulars of all the property charged.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee.



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £13 is payable to Companies House in respect of each charge.

Make cheques or postal orders payable to 'Companies House.'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

This is the Paper Apart referred to in the foregoing Form MG01s relative to the Floating Charge by Miller Shared Equity Limited in favour of Thomas Mitchell Homes Limited (In Administration) dated 10 September 2010

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision:-

1. The Chargor agrees that it shall be prohibited from granting or creating subsequent to the date of the Charge any fixed security or any other floating charge over the Assets or any part or parts of them, other than in favour of TMHL or in favour of another person and with the prior written consent of TMHL.
2. Any fixed security granted by the Chargor in favour of TMHL (whether before or after the Charge) shall rank in priority to the floating charge created by the Charge.
3. In the event that the Chargor grants or creates any fixed security or floating charge in breach of the prohibition in clause 1 above or with the consent of TMHL under clause 1 but with no written agreement of TMHL as to the ranking of them, the Charge shall rank in priority to that fixed security or floating charge.



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 219148
CHARGE NO. 1

I HEREBY CERTIFY THAT A CHARGE CREATED BY MILLER
SHARED EQUITY LIMITED

ON 10 SEPTEMBER 2010

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF THOMAS MITCHELL HOMES LIMITED

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 15 SEPTEMBER 2010

GIVEN AT COMPANIES HOUSE, EDINBURGH 15 SEPTEMBER
2010



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES