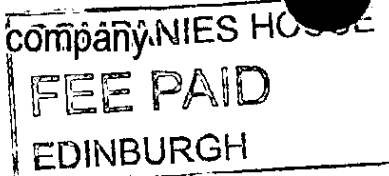


MG01s

Particulars of a charge created by a company registered in Scotland



iris
LASERFORM

A fee is payable with this form.

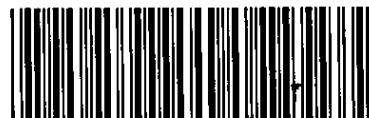
We will not accept this form unless you send the correct fee.

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 created by a company in England, Wales or Northern Ireland. If you are creating this, please use form M01.

FRIDAY



SCT 03/06/2011 905
COMPANIES HOUSE

ie
k

1 Company details

Company number S C 2 2 2 3 4 0

Company name in full Scarborough Group Developments Limited (the "Chargor")

For official use 25

→ **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 03 06 2011

3 Description

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

Description Assignment of rents (the "Assignment")

4 Amount secured

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

Amount secured All present and future indebtedness, moneys, obligations and liabilities of each Obligor and the Chargor to the Finance Parties under the Finance Documents (including this Assignment), in whatever currency denominated, whether actual or contingent and whether owed jointly or severally or as principal or as surety or in some other capacity, including any liability in respect of any further advances made under the Finance Documents, together with all Expenses and all interest under clause 2.2 of the Assignment (the "Secured Liabilities").

See continuation sheet for definitions.

Continuation page

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

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Particulars of a charge created by a company registered in Scotland

5 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 Bank of Scotland plc as security trustee for the

Address Finance Parties (the "Security Trustee")

The Mound, Edinburgh

Postcode E H 1 1 Y Z

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, as security for the payment, performance and discharge of all the Secured Liabilities, hereby irrevocably assigns to the Security Trustee its whole right, title and interest in and to the Assigned Rights.

See continuation sheet for definitions.

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Particulars of a charge created by a company registered in Scotland

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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

N/A

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.

Continuation page

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

MG01s

Particulars of a charge created by a company registered in Scotland

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

None

9

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.


10

Signature ²

Please sign the form here.

Signature

Signature

X 

X

² Signature

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

FOR AND ON BEHALF OF
MACLAY MURRAY & SPENS LLP

CHFP025
03/11 Version 5.0

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MG01s

Particulars of a charge created by a company registered in Scotland



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 HAFH/CEXM/BAN/13/4472

Company name
Maclay Murray & Spens LLP

Address Quatermile One

15 Lauriston Place

Post town Edinburgh

Country/Region

Postcode E H 3 9 E P

Country United Kingdom

DX DX ED137 Edinburgh

Telephone 0131 228 7000



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

MG01s - continuation page

Particulars of a charge created by a company registered in Scotland

4

Amount secured

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

Amount secured

Definitions:-

"**Expenses**" shall have the meaning given to it in clause 9.1 of the Assignment.

"**Facilities Agreement**" shall mean the facilities agreement dated on or around the date of the Assignment and made between (1) Scarborough Group Holdings Limited, (2) the subsidiaries listed in Part I of Schedule 1 to the Facilities Agreement as guarantors, (3) Bank of Scotland plc as mandated lead arranger, (4) the financial institutions listed in Parts II and III of Schedule 1 to the Facilities Agreement as lenders, (5) Bank of Scotland plc as agent of the other Finance Parties and (6) the Security Trustee.

"**Finance Documents**" shall have the meaning given to it in the Facilities Agreement.

"**Finance Parties**" shall have the meaning given to it in the Facilities Agreement.

"**Obligor**" shall have the meaning given to it in the Facilities Agreement.

MG01s - continuation page

Particulars of a charge created by a company registered in Scotland

6

Short particulars of all the property charged

Please give the short particulars of the property charged.

Short particulars

Definitions:-

"Assigned Rights" shall mean all the rights, titles, benefits and interests, whether present or future, of the Chargor to the Rents including the right to receive the same and the full benefit of any guarantee or security for the performance thereof now or at any time hereafter given together with all claims, actions and damages arising in connection therewith and any proceeds of the foregoing.

"Lease" shall mean the lease or leases specified in Part 1 of the Schedule to the Assignment in respect of the Property or any part thereof together with any other documents affecting the Assigned Rights which expression shall extend to and include the whole or any part thereof and any amendment, variation, substitution or extension thereof.

"Property" shall mean ALL and WHOLE those two areas of ground being the subjects on the south side of Cumbernauld Road, Stepps, Glasgow registered in the Land Register of Scotland under Title Numbers GLA16398 and GLA182047 under exception of those subjects known as and forming Buildings 2 and 7 Buchanan Gate, Cumbernauld Road, Stepps, Glasgow registered in the Land Register of Scotland under Title Number GLA202885.

"Rents" shall mean all moneys from time to time due, owing or incurred to the Chargor under the Lease other than sums due to the Chargor by way of insurance contributions, service charge, payments to sinking funds or any VAT thereon.



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 222340

CHARGE NO. 25

I HEREBY CERTIFY THAT A CHARGE CREATED BY
SCARBOROUGH GROUP DEVELOPMENTS LIMITED

ON 3 JUNE 2011

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF BANK OF SCOTLAND PLC

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 3 JUNE 2011

GIVEN AT COMPANIES HOUSE, EDINBURGH 6 JUNE 2011



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES