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COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

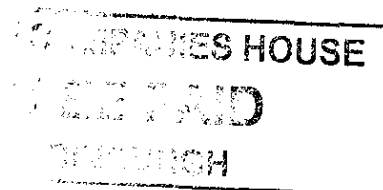
410

CHFP025

Please do not
write in this
margin

A fee of £10 is payable to Companies House in
respect of each register entry for a mortgage or
charge

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

1112

SC265768

Name of company

PPG METRO 39 LIMITED

* insert full name
of company

Date of creation of the charge (note 1)

11 MAY 2004

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

STANDARD SECURITY

Amount secured by the charge

ALL SUMS

Names and addresses of the persons entitled to the charge

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND
THE MOUND, EDINBURGH EH1 1YZ

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

MACLAY MURRAY & SPENS
SOLICITORS
3 GLENFINLAS STREET
EDINBURGH
EH3 6AQ

KMT/JDJ/BAN/13/1070/SXG

For official use
Charges Section

Post room



Short particulars of all the property charged.

SEE PAPER APART

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)

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

Signed MacLay Murray & Spens

Date 21/5/04

On behalf of ~~[company]~~ [chargee] †

A fee of £10 is
payable to
Companies House
in respect of each
register entry for a
mortgage or
charge.
(See Note 5)

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. 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

† delete as
appropriate

Paper apart

ALL and WHOLE the Property, being the interests registered under Title Numbers MID 54264 and MID 58130 comprising **ALL and WHOLE (First) ALL and WHOLE** the tenants' part of the Ground Lease (constituted by (i) Lease between The City of Edinburgh District Council ("**the Council**"), Reed Publishing Pension Trustee Limited and Reed Pension Trusts Limited (the said Reed Pension Trusts Limited being hereinafter referred to as "**Reed Pension**") dated 25 and 29 March and recorded in the Division of the General Register of Sasines for the County of Midlothian (formerly Edinburgh) and registered in the Books of Council and Session on 8 April 1982 and (ii) Minute of Amendment entered into between Reed International Group Pension Trustee Limited ("**Reed International**"), Reed Pension and the Council dated 6 and 7 and recorded in the said Division of the General Register of Sasines and registered in the Books of Council and Session on 10 all November 1989) of **ALL and WHOLE** that area of ground extending to One acre and Sixty eight decimal or one hundredth parts of an acre or thereby, or Sixty eight decimal or one hundredth parts of a hectare or thereby lying on the south side of Princes Street and the east side of Waverley Bridge, in the City of Edinburgh District and the County of Midlothian being the subjects described in and shown coloured brown on the plan annexed and signed as relative to the Contract of Excambion entered into between the Lord Provost, Magistrates and Council of the City of Edinburgh and The North British Railway Company dated 25 March and 17 April and recorded in the said Division of the General Register of Sasines and in the Books of Council and Session on 22 April both months in 1873, which area of ground is also more particularly described in and outlined in red on the Plan annexed and executed as relative to the Notice of Title in favour of the Council recorded in the said Division of the General Register of Sasines on 29 March 1982, which area of ground, with the whole buildings and others presently erected thereon, was formerly known as The Waverley Market Shopping Centre, Edinburgh and currently as the Princes Mall Shopping Centre, Edinburgh ("**the Centre**"); (**Second**) **ALL and WHOLE** the landlords' and the tenants' parts of the Head Lease (constituted by (i) Sub-lease entered into between RPH Pension Trustee Limited, Reed Pension and the Council dated 24 and 28 March and recorded in the said Division of the General Register of Sasines and registered in the Books of Council and Session on 6 April both months in 1988 and (ii) Minute of Amendment entered into between Reed International, Reed Pension and the Council dated 6 and 7 and recorded in the said Division of the General Register of Sasines and registered in the Books of Council and Session on 10 all November 1989) of **ALL and WHOLE** the Centre in the County aforesaid together with the whole buildings and others in the County aforesaid under exception of those parts of such buildings presently forming (One) the tourist information office and other offices and (Two) the public toilets; (**Third**) **ALL and WHOLE** the Landlords' part of the Sub-lease entered into between Reed International, Reed Pension and the Council dated 30 January and 7 February and recorded in the said Division of the General Register of Sasines and registered in the Books of Council and Session on 11 August all months 1989 as amended by (i) Minute of Variation of Sub-lease between Reed International, Reed Pension and the Council dated 26 October and 2 November recorded in the said Division of the General Register of Sasines and registered in the Books of Council and Session on 10 November 1989 and (ii) Minute of Variation of Sub-Lease between Letinvest PLC and Speciality Shops Public Limited Company and the Council dated 28 July and 12 August and recorded in the said Division of the General Register of Sasines and registered in the Books of Council and Session on 27 August all 1992 of **ALL and WHOLE** the tourist information office and the offices part of the said buildings and others situated on the Centre in the County aforesaid as more particularly described in and outlined and coloured pink on the plaza level plan annexed and executed as relative to the last mentioned Sub-lease amended as aforesaid and dated and recorded and registered as aforesaid

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number 265768

I hereby certify that a charge created by

PPG METRO 39 LIMITED

on 11 MAY 2004

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

was delivered pursuant to section 410 of the Companies Act, 1985,
on 22 MAY 2004 given at Companies House, Edinburgh
25 MAY 2004



C O M P A N I E S H O U S E



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

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: SC265768 CHARGE: 2

(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
22/05/2004		11/ 5/04 STANDARD SECURITY		ALL SUMS DUE, OR TO BECOME DUE	TENANTS INTEREST IN THE LEASE OVER PRINCES MALL, EDINBURGH MID54264 MID58130	THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

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: SC265768 CHARGE: 2

(8)	(9)	(10)	(11)	(12)		
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.	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.	Amount or rate per cent of the Commission Allowance or discount	Memoranda of Satisfaction	Receiver		
				Name	Date of Appointment	Date of Ceasing to act