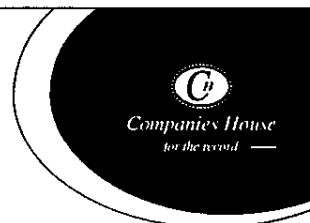


MG01s

Particulars of a charge created by a company
registered in Scotland



PAID £12

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 for**
You cannot use this form to register
particulars of a charge created by a company
created by a company in England, Wales or Northern
Ireland. If you are creating a charge in these countries, please use form

WEDNESDAY



SCT 21/12/2011 #103
COMPANIES HOUSE

lease
v.uk

1	Company details	For official use
Company number	S C 3 1 2 1 2 3	→ Filling in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless specified or indicated by *
Company name in full	Lamellar Biomedical Limited (the "Company")	

2	Date of creation of charge
Date of creation	d 1 d 2 m 1 m 2 y 2 y 0 y 1 y 1

3	Description
Description	Please give a description of the instrument (if any) creating or evidencing the charge e.g. 'Standard security', 'Floating charge' etc. Bond and floating charge (the "Charge")

4	Amount secured	Continuation page Please use a continuation page if you need to enter more details.
Amount secured	Please give us details of the amount secured by the charge. All sums due or to become due by the Company in terms of the Loan Notes.	

MG01s

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.

Name Barwell plc (registered number SC142927), as security trustee for

Address the Note Holders from time to time (the "Security Trustee")

Sterling House, 20 Renfield Street, Glasgow

Postcode G 2 5 A P

Name

Address

Postcode

Continuation page

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

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 undertaking and all property and assets present and future of the Company including uncalled capital (the "Property").

Capitalised terms appearing in this Form MG01s and continuation page and not otherwise defined shall have the meaning ascribed to them under the heading "DEFINED TERMS" on the continuation page.

MG01s

Particulars of a charge created by a company registered in Scotland

7

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

RANKING PROVISION

The Charge shall rank in priority to any fixed security or floating charge, within the meaning of the Companies Act 2006, which may be granted by the Company after the creation of the Charge.

NEGATIVE PLEDGE

During the continuance of the Charge, the Company undertakes to the Security Trustee that it shall not, without the prior written consent of the Security Trustee (such consent not to be unreasonably withheld or delayed), create or allow to subsist any form of Encumbrance in favour of any other person, over or upon the Property charged or any part of the Property, which ranks in priority to, or pari passu with, the Charge.

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^a

Please sign the form here.

Signature

Signature

X *[Handwritten Signature]* MEMBER FOR BROSIES LI X

^a Signature

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

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 PDB/LAM84.3

Company name Brodies LLP

Address 15 Atholl Crescent

Post town Edinburgh

County/Region

Postcode E H 3 8 H A

Country

DX

Telephone 0131 228 3777



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

6	Short particulars of all the property charged	
	Please give the short particulars of the property charged.	
Short particulars	<p>DEFINED TERMS</p> <p>"Encumbrance" means any bond, charge (whether fixed or floating), debenture, hypothec, lien, loan stock, mortgage, security or any other form of right in security, but excluding:</p> <ul style="list-style-type: none"> a) any lien arising in the ordinary course of business to secure amounts which are not material; b) any unpaid vendor's or supplier's lien arising in the ordinary course of the Company's trading business to secure amounts due in respect of goods or services sold or supplied; c) liens arising out of the operation of law, including a landlord's hypothec and a banker's lien; and d) security rights arising out of title retention provisions in a supplier's standard conditions of supply of goods acquired in the ordinary and usual course of trading. <p>"Loan Notes" means the secured loan notes constituted in terms of the instrument issued by the Company on or about the date of the Charge.</p> <p>"Note Holder" means the person or several persons for the time being entered in the Register as holder(s) of the Loan Notes in terms of the instrument issued by the Company on or about the date of the Charge.</p>	



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 312123

CHARGE NO. 4

I HEREBY CERTIFY THAT A CHARGE CREATED BY LAMELLAR
BIOMEDICAL LIMITED

ON 12 DECEMBER 2011

FOR SECURING ALL SUMS DUE OR TO BECOME DUE IN TERMS
OF THE LOAN NOTES

IN FAVOUR OF BARWELL PLC

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 21 DECEMBER 2011

GIVEN AT COMPANIES HOUSE, EDINBURGH 22 DECEMBER
2011



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES