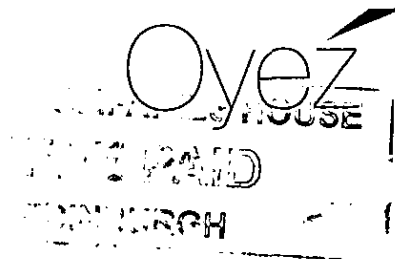


MG01s

Particulars of a charge created by a company registered in Scotland



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.

FRIDAY



SCT 05/02/2010 27
COMPANIES HOUSE

Company details

Company number S C 3 1 2 1 2 3

Company name in full Lamellar Biomedical Limited (the "Company")

► **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

Date of creation of charge

Date of creation 02 00 00 01 02 00 01 00

Description

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

Description Bond and Floating Charge (the "Charge")

Amount secured

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

Amount secured Debts, money, liabilities or other indebtedness which are now, or at
any time may be, or become, due, owing or incurred by the Company
to the Lender (defined in the Charge as being Barwell plc, a public
limited company, incorporated under the Companies Acts in Scotland
with registered number SC142927 and having its registered office at
Sterling House, 20 Renfield Street, Glasgow G2 5AP and its
assignees) pursuant to the Loan Agreement Letter (defined in the
Charge as being the letter from the Lender setting out the terms of the
loan agreement between the Lender and the Company of even date
with the Charge).

ALL SUMS DUE...

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

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

Barwell plc

Address

Sterling House, 20 Renfield Street, Glasgow

Postcode

G 2 5 A P

Name

Address

Postcode

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").

MG01s

Particulars of a charge created by a company registered in Scotland

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

1. 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, other than a fixed security in favour of the Lender which shall rank always in priority to this Charge.

2. During the continuance of the Charge, the Company undertakes to the Lender that it shall not, without the prior written consent of the Lender (such consent not to be unreasonably withheld or delayed) create or allow to subsist any form of Encumbrance (as defined in the Charge) in favour of any other person, over or upon the Property 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.

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

Not applicable.

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.

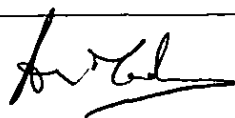
Signature ²

Please sign the form here.

Signature

Signature

X



29/1/10

X

² 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

PRS/LA/1326/1)

Company name

Lindsays

Address

Caledonian Exchange

19A Canning Street

Edinburgh

Post town

County/Region

Postcode

E H 3 8 H E

Country

DX ED25 - Edinburgh

Telephone

0131 229 1212

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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
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



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

COMPANY NO. 312123

CHARGE NO. 2

I HEREBY CERTIFY THAT A CHARGE CREATED BY LAMELLAR
BIOMEDICAL LIMITED

ON 20 JANUARY 2010

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF BARWELL PLC

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 5 FEBRUARY 2010

GIVEN AT COMPANIES HOUSE, EDINBURGH 8 FEBRUARY 2010



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES