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COMPANIES FORM No. 466(Scot)

Particulars of an instrument of alteration to a floating charge created by a company registered in Scotland

466

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

COMPANIES HOUSE
FEE PAID
EDINBURGH

Please do not
write in
this margin

Pursuant to section 410 and 466 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

3

SC312123

Name of company

* LAMELLAR BIOMEDICAL LIMITED (THE "COMPANY")

* insert full name
of company

Date of creation of the charge (note 1)

18 JUNE 2010

Description of the instrument creating or evidencing the charge or of any ancillary document which has been altered (note 1)

BOND AND FLOATING CHARGE (THE "CHARGE")

Names of the persons entitled to the charge

BARWELL PLC (CO NUMBER SC142927), HAVING ITS REGISTERED OFFICE AT STERLING HOUSE, 20 RENFIELD STREET, GLASGOW, G2 5AP ("BARWELL") AS SECURITY TRUSTEE FOR THE PERSON OR PERSONS FROM TIME TO TIME BEING ENTERED IN THE COMPANY'S LOAN NOTE REGISTER AS HOLDER(S) OF LOAN NOTES ("HOLDERS") IN TERMS OF THE LOAN NOTE INSTRUMENT OF THE COMPANY DATED 18 JUNE 2010 (THE "2010 LOAN NOTE INSTRUMENT")

Short particulars of all the property charged

THE UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE OF THE COMPANY INCLUDING UNCALLED CAPITAL.

Presenter's name address and
reference (if any):

For official use (02/06)

Charges Section

Post room

FRIDAY



SCT

S4L0PL5W

25/06/2010

584

COMPANIES HOUSE

Names, and addresses of the persons who have executed the instrument of alteration (note 2)

1. THE COMPANY
2. BARWELL
3. SCOTTISH ENTERPRISE, ESTABLISHED BY THE ENTERPRISE AND NEW TOWNS
(SCOTLAND) ACT 1990 AND HAVING ITS PRINCIPAL PLACE OF BUSINESS AT ATRIUM COURT,
50 WATERLOO STREET, GLASGOW, G2 6HQ

*Please do not
write in
this margin*

*Please complete
legibly, preferably
in black type, or
bold block lettering*

Date(s) of execution of the instrument of alteration

18 JUNE 2010

A statement of the provisions, if any, imposed by the instrument of alteration prohibiting or restricting the creation by the company of any fixed security or any other floating charge having, priority over, or ranking pari passu with the floating charge

THE CHARGE SHALL RANK IN PRIORITY TO ANY FIXED SECURITY OR FLOATING CHARGE WHICH MAY BE GRANTED BY THE COMPANY AFTER THE CREATION OF THE CHARGE.

THE COMPANY HAS AGREED THAT IT SHALL NOT, WITHOUT PRIOR WRITTEN CONSENT OF BARWELL (ACTING AS SECURITY TRUSTEE), CREATE OR ALLOW TO SUBSIST ANY BOND, CHARGE (WHETHER FIXED OR FLOATING), DEBENTURE, HYPOTHEC, LIEN, LOAN STOCK, MORTGAGE, SECURITY OR ANY OTHER FORM OF RIGHT IN SECURITY EXCEPT ANY LIEN ARISING IN THE ORDINARY COURSE OF BUSINESS TO SECURE AMOUNTS WHICH ARE NOT MATERIAL, ANY UNPAID VENDOR'S OR SUPPLIER'S LIEN ARISING IN THE ORDINARY COURSE OF BUSINESS TO SECURE AMOUNTS DUE IN RESPECT OF GOODS OR SERVICES SOLD OR SUPPLIED, LIENS ARISING OUT OF THE OPERATION OF LAW OR 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.

Short particulars of any property released from the floating charge

NONE

The amount, if any, by which the amount secured by the floating charge has been increased

NONE

A statement of the provisions, if any, imposed by the instrument of alteration varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

*Please do not
write in
this margin*

*Please complete
legibly, preferably
in black type, or
bold block lettering*

THE CHARGES OF THE COMPANY SHALL RANK IN THE FOLLOWING ORDER OF PRIORITY:-

1. THE FLOATING CHARGE GRANTED BY THE COMPANY IN FAVOUR OF SCOTTISH ENTERPRISE CREATED 30 OCTOBER 2008 AND REGISTERED 1 NOVEMBER 2008 SHALL RANK FIRST IN RESPECT OF ALL MONIES AND LIABILITIES WHICH SHALL FROM TIME TO TIME BE DUE, OWING OR INCURRED IN WHATSOEVER MANNER TO SCOTTISH ENTERPRISE BY THE COMPANY RELATING TO THE TERMS OF THE SECURED CONVERTIBLE LOAN NOTE INSTRUMENT ISSUED ON 30 OCTOBER 2008;
2. THE CHARGE SHALL RANK THEREAFTER IN RESPECT OF ALL SUMS DUE OR TO BECOME DUE BY THE COMPANY IN TERMS OF LOAN NOTES ISSUED OR TO BE ISSUED BY THE COMPANY UNDER THE 2010 LOAN NOTE INSTRUMENT.

*Please complete
legibly, preferably
in black type, or
bold block lettering*

Signed 1
On behalf of [company] [chargee]†

Date 25th June 2020

*A fee 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. "Instrument of Charge" "Debenture" etc as the case may be, should be given. For the date of creation of a charge see section 410(5) of the Companies Act.
2. In accordance with section 466(1) the instrument of alteration should be executed by the company, the holder of the charge and the holder of any other charge (including a fixed security) which would be adversely affected by the alteration.
3. A certified copy of the instrument of alteration, 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 execution of that instrument.
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. A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is: Companies Registration Office, 139 Fountainbridge, Edinburgh EH3 9FF
DX 235 Edinburgh or LP - 4 Edinburgh 2

† delete as
appropriate



FILE COPY

**CERTIFICATE OF THE REGISTRATION
OF AN ALTERATION TO A FLOATING CHARGE**

COMPANY NO. 312123

CHARGE NO. 3

I HEREBY CERTIFY THAT PARTICULARS OF AN INSTRUMENT
OF ALTERATION DATED 18 JUNE 2010

WERE DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006
ON 25 JUNE 2010

THE INSTRUMENT RELATES TO A CHARGE CREATED ON 18
JUNE 2010

BY LAMELLAR BIOMEDICAL LIMITED

IN FAVOUR OF
BARWELL PLC

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

GIVEN AT COMPANIES HOUSE, EDINBURGH 28 JUNE 2010



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES