

# M

CHWP000

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 black lettering*

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use

Company number

4

SC338426

Name of company

\* Energen Biogas Limited (the "Borrower")

*\* insert full name of company*

Date of creation of the charge (note 1)

1 October 2009

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

Floating charge

Names of the persons entitled to the charge

Paragon Efficiencies Limited (SC354580), whose registered office is at 14 City Quay, Dundee, Tayside DD1 3JA ("Paragon")

Short particulars of all the property charged

The whole of the property, assets and undertaking (including uncalled capital) from time to time of the Company (the "Assets").

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

For official use (02/06)

Charges Section

Post room

TUESDAY



SCT

\*SDY2LE9D\*

20/10/2009

COMPANIES HOUSE

568

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

See paper apart Part A

*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

See paper apart Part B

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

See paper apart Part C

Short particulars of any property released from the floating charge

N/A

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

N/A

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*

See paper apart Part D

Continuation of the 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*

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

Signed



Date 16<sup>th</sup> Oct. 2009

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

#### 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 468(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

**Paper Apart**

This is the paper apart referred to in the foregoing form M466 (Scot) in relation to Energen Biogas Limited

**Part A**

**Names and addresses of the persons who have executed the instrument of alteration**

- (1) **PARAGON EFFICIENCIES LIMITED**, incorporated in Scotland under the Companies Acts (No. SC354580) and having its registered office at 14 City Quay, Dundee, Tayside DD1 3JA ("Paragon");
- (2) **SHANKS WASTE MANAGEMENT LIMITED**, incorporated in England and Wales under the Companies Acts (No. 02393309) and having its registered office at Dunedin House, Auckland Park, Mount Farm, Milton Keynes, Buckinghamshire MK1 1BU ("Shanks"); and
- (3) **ENERGEN BIOGAS LIMITED**, incorporated in Scotland under the Companies Acts (No. SC338426) and having its registered office at 14 City Quay, Dundee, Tayside DD1 3JA (the "Borrower").

**Part B**

**Dates of execution of the instrument of alteration**

- (1) Executed by Paragon on 1 October 2009;
- (2) Executed by Shanks on 1 October 2009; and
- (3) Executed by the Borrower on 1 October 2009.

**Part C**

**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 Charge.**

The Borrower undertakes to each of Paragon and Shanks that it shall not grant any further fixed or floating charges over any of its other Assets including its heritable, real or leasehold property (and whether or not such security is in favour of Paragon or Shanks) without the written consent of each of Paragon and Shanks.

**Part D**

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

Each of the Creditors agree that the Securities shall rank in the following order of priority:-

- (i) the Standard Securities shall rank pari passu to the extent of the sums secured thereby, in the proportion that the amount due, owing or incurred to each of Paragon and Shanks respectively bears to the aggregate thereof; and
- (ii) the Floating Charge shall rank pari passu to the extent of the sums secured thereby, in the proportion that the amount due, owing or incurred to each of Paragon and Shanks respectively bears to the aggregate thereof.

## **References**

**In this Paper Apart, references to the following shall have the following meanings ascribed to them:**

**Assets** means the whole of the property, assets and undertaking (including uncalled capital) from time to time of the Borrower;

**Creditors** means Paragon and Shanks;

**Floating Charges** means the Paragon Floating Charge and the Shanks Floating Charge;

**Paragon Floating Charge** means the floating charge granted by the Borrower in favour of Paragon dated on or around the date of this Agreement and to be registered with the Registrar of Companies;

**Paragon Standard Security** means the standard security granted by the Borrower in favour of Paragon over the Property dated on or around the date of this Agreement and to be registered in the Land Register of Scotland;

**Property** means the subjects known as and forming ALL and WHOLE that area of ground extending to 1.972 hectares or thereby lying to the southeast of Dunnswood Road, Cumbernauld and to the northwest of Forest Road, aforesaid all as more particularly described in the schedule annexed and executed as relative to the Paragon Standard Security and to the Shanks Standard Security;

**Shanks Floating Charge** means the floating charge granted by the Borrower in favour of Shanks dated on or around the date of this Agreement and to be registered with the Registrar of Companies;

**Shanks Standard Security** means the standard security granted by the Borrower in favour of Shanks over the Property dated on or around the date of this Agreement and to be registered in the Land Register of Scotland;

**Standard Securities** means the Paragon Standard Security and the Shanks Standard Security; and

**Securities** means the Floating Charges and the Standard Securities.



**FILE COPY**

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

COMPANY NO. 338426

CHARGE NO. 4

I HEREBY CERTIFY THAT PARTICULARS OF AN INSTRUMENT  
OF ALTERATION DATED 1 OCTOBER 2009

WERE DELIVERED PURSUANT TO SECTION 878 OF THE  
COMPANIES ACT 2006  
ON 20 OCTOBER 2009

THE INSTRUMENT RELATES TO A CHARGE CREATED ON 1  
OCTOBER 2009

BY ENERGEN BIOGAS LIMITED

IN FAVOUR OF  
PARAGON EFFICIENCIES LIMITED

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

GIVEN AT COMPANIES HOUSE, EDINBURGH 22 OCTOBER 2009



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES