

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. To
this, please use form MG01.

TUESDAY



S75WRJ4E

SCT

13/04/2010

30

COMPANIES HOUSE

1

Company details

Company number

S C 3 5 7 7 1 7

Company name in full

Green Flett Limited (the "Chargor")

For official use

→ **Filling in this form**

Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

2

Date of creation of charge

Date of creation

d3 d1 m0 m3 y2 y0 y1 y0

3

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 "Floating Charge")

4

Amount secured

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

Amount secured

All present and future obligations and liabilities
(whether actual or contingent, whether owed jointly or
severally, as principal, cautioner or surety or in any
other capacity whatsoever) of the Chargor to the Lender
(and whether originally owing to the Lender or purchased
or acquired by the Lender), except for any obligation or
liability which, if it were so included, would result in
the Floating Charge contravening any law (hereinafter
defined as the "Secured Obligations").

Continuation page

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

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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

Scottish Enterprise

Address

Atrium Court, 50 Waterloo Street, Glasgow

(the "Lender")

Postcode

G 2 6 H Q

Name

Address

Postcode

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 Chargor, as principal debtor and not just as surety, covenants with the Lender to pay, discharge and satisfy the Secured Obligations when the same become due in terms of the Finance Documents whether by acceleration or otherwise.

Paragraph 14 of Schedule B1 to the Insolvency Act applies to the floating charge created by Clause 3.1 of the Floating Charge (*Floating charge*) so that the floating charge created by Clause 3.1 of the Floating Charge (*Floating charge*) shall be a "qualifying floating charge" for the purposes of that paragraph.

List of Definitions used in this form MG01s

"**Charged Assets**" means the whole of the property, assets and undertaking (including uncalled capital) both present and future of the Chargor.

"**Encumbrance**" means means any standard security, mortgage, charge, assignment, pledge, lien or other security right whatsoever.

"**Finance Document**" means any agreement or letter from time to time setting out the terms of or constituting the Secured Obligations together with:

(a) any guarantee; and

(b) any document creating or conferring any Encumbrance

which is in either case granted by any person in favour of the Lender in respect of the Secured Obligations.

"**Fixed Security**" shall have the meaning given to it in section 486 of the Companies Act 1985;

7

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

The floating charge created by Clause 3.1 of the Floating Charge (Floating charge) shall, subject to section 464(2) of the Companies Act 1985, rank in priority to any Fixed Security (other than any Fixed Security granted by the Chargor in favour of the Lender which shall rank in priority to the floating charge created by Clause 3.1 of the Floating Charge (Floating charge)) and to any other floating charge.

The Chargor shall not, without the prior written consent of the Lender, create or permit to exist any Fixed Security or floating charge over all or any part of the Charged Assets which ranks in priority to or equally with the floating charge created by Clause 3.1 of the Floating Charge (Floating charge) except for any Fixed Security granted by the Chargor in favour of the Lender.

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.

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

Nil

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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 ²

Please sign the form here.

Signature

Signature

X

Andy Lee

X

² Signature

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

for and on behalf of Macley Murray & Partners LLP

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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 CEG/TZW/SCO/32/1342

Company name Maclay Murray & Spens LLP

Address

Post town

County/Region

Postcode

E H 3 9 E P

Country

DX DX ED137 Edinburgh

Telephone 0131 228 7118



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. 357717

CHARGE NO. 1

I HEREBY CERTIFY THAT A CHARGE CREATED BY SURVIVEX
LTD

ON 31 MARCH 2010

FOR SECURING ALL SUMS DUE OR TO BECOME DUE

IN FAVOUR OF SCOTTISH ENTERPRISE

WAS DELIVERED PURSUANT TO SECTION 878 OF THE
COMPANIES ACT 2006 ON 13 APRIL 2010

GIVEN AT COMPANIES HOUSE, EDINBURGH 14 APRIL 2010



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES