

403a

Spino

A41
COMPANIES HOUSE

Notes

The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

INVERESK RESEARCH LIMITED

Registered Number 2211403

PAPER APART - FORM 403a - (DEBENTURE)

Short particulars of property charged

- 1.1 By way of a first legal mortgage all estates or interests in any freehold or leasehold property (excluding any heritable property in Scotland) now or hereafter belonging to the Company; and
- 1.2 By way of a first fixed charge:-
 - a) (to the extent that they are not the subject of an effective mortgage under paragraph 1.1 above) all estates or interests in any freehold or leasehold property now or hereafter belonging to the Company but excluding any heritable property in Scotland;
 - b) all plant and machinery owned by the Company and its interest in any plant or machinery in its possession;
 - c) all monies standing to the credit of any account (including, without limitation, any security account) with any person and the debts represented by them;
 - d) all benefits in respect of the Insurances (being all contracts and policies of insurance taken out by or on behalf of the Company or (to the extent of its interest) in which the Company has an interest) and all claims and returns of premiums in respect of them;
 - e) all of the Company's book and other debts, the proceeds of the same and all other monies due and owing to the Company and the benefit of all rights, securities and guarantees of any nature enjoyed or held by it in relation to any of the foregoing;
 - f) (to the extent they are not subject to an effective assignment under paragraph 2 all its rights under any Hedging Agreements (as the same is defined in the Loan Agreement));
 - g) any beneficial interest, claim or entitlement of the Company in any pension fund;
 - h) the Company's goodwill;
 - i) to the extent permitted by the terms thereof, the benefit of all licences, consents and authorisations (statutory or otherwise) held in connection with the Company's business or the use of any asset specified in any other

paragraph in this paper apart and the right to recover and receive all compensation which may be payable to the Company in respect of them;

- j) the Company's uncalled capital;
 - k) to the extent permitted by the terms thereof, the Company's rights under the appointment of any managing agent of the properties mortgaged under paragraph 1.1 above; and
 - l) to the extent permitted by the terms thereof, the Company's rights under the agreement or agreements relating to the purchase of the properties mortgaged under paragraph 1.1 above by the Company.
- 2. The Company assigns absolutely to the Security Trustee by way of security all its rights under any Hedging Agreements (as defined above).
 - 3. The Company, as security for the payment of all of the Secured Liabilities, charges in favour of the Security Trustee by way of a first floating charge all its assets not otherwise effectively mortgaged, charged or assigned by way of fixed mortgage or charge or assignment in paragraphs 1 and 2 above, including any of its assets situated in Scotland.