

Certificate of the Registration of a Charge.

Pursuant to Section 106D (2) of the Companies Act, 1948



5863/144.

I hereby Certify that a Charge

dated the Twenty-eighth day of March One thousand
 nine hundred and Sixty-eight and created by Heart Of Midlothian
Football Club Limited

for securing all moneys now due, or hereafter to become due, or from time to time accruing
 due from the company to Bank of Scotland on any

account whatsoever was Registered

pursuant to Section 106A of the Companies Act, 1948 on the Fifth
 day of April One thousand nine hundred and Sixty-eight

Given under my hand at Edinburgh, this Tenth day of
April One thousand nine hundred and Sixty-eight

Certificate and Copy of Instrument received by

BY ME FORWARDED BY

RECEIVED BY

Date

J. S. J. L. L. L.
 Registrar of Companies.

No. of Company

5883

Price—Four Pence.
(Exclusive of Purchase Tax).
Form No. 47 (Scot.).

THE COMPANIES ACT, 1948.

as amended by the Companies (Floating Charges) (Scotland) Act, 1961.



See
below.

PARTICULARS of a Charge created by a Company registered in Scotland.

Pursuant to Section 106A.

Name
of
Company

HEART OF MIDLOTHIAN FOOTBALL CLUB

Limited.

The fee payable on registration of a Charge is 10s. if the amount secured does not exceed £200 and £1 if it exceeds £200.

Presented by THE BANK OF SCOTLAND,

THE MOUND,

EDINBURGH, 1.

RECEIVED

10/11/64
5/5/64
5/5/64

Particulars of a Charge created by

HEART OF MIDLOTHIAN FOOTBALL CLUB

Limited

a Company registered in Scotland.

(1) Date and description of the instrument creating or evidencing the Charge (a)	(2) Amount secured by the Charge	(3) Short particulars of the Property Charged	(4) Names, Addresses and Descriptions of the Persons entitled to the Charge	(5) Amount of this per cent of the Company's share capital paid or made either directly or indirectly by the Company to any person in consideration of his subscribing or agreeing to subscribe, whether absolutely or conditionally, or procuring or agreeing to procure subscriptions, whether debentures or conditional, included in this Return (b)	(6) In the case of a floating charge, a statement of the powers of the company in relation to the property charged, and the rights of the debenture holders in relation to the property charged
Bond and Floating Charge dated 28th. March, 1958, granted by Heart of Midlothian Football Club Ltd. in favour of the Governor and Company of the Bank of Scotland.	All sums due and to become due to the Governor and Company of the Bank of Scotland, by Heart of Midlothian Football Club Limited.	The whole assets of the Company.	The Governor and Company of the Bank of Scotland, incorporated by Act of Parliament, The Mould, Edinburgh, 1.		The instrument contains a provision for the creation of fixed securities defined by the Companies (Floating Charges) (Scotland) Act 1961 having priority over or ranking equally with this Floating Charge.
			For THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND		

(a) A description of the Instrument, e.g., "Trust Deed," "Deed of Assignment," &c., as the case may be, should be given

Signature

NOTE:—A copy of the Instrument, certified as prescribed in Article 4 of the Companies (Forms) Order, 1949, must be delivered with these particulars to the Registrar within 21 days after the date of the creation of the charge. For circumstances in which this period may be extended, see Section 106A of the Companies Act, 1948, which was inserted by the Companies (Floating Charges) (Scotland) Act, 1961.

(b) The rate of interest payable under the terms of the Debentures should not be entered.

Designation of position in relation to the Company

CREDITORS

Dated Fifth

day of April,

1958

This Margin to be Reserved for Binding.

No. of Company 5863 / 167.

Form No. 47 (Scott)

(No registration
fee payable)

THE COMPANIES ACT 1948

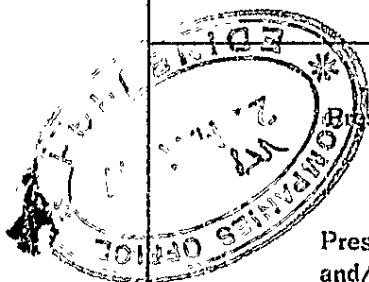
as amended by the Companies (Floating Charges and Receivers) (Scotland) Act 1972

Particulars of a charge created by
a company registered in Scotland

Pursuant to Section 706A

Name of Company Heart of Midlothian Football Club Limited

Margin reserved for binding



Presented by:

Tods, Murray & Jamieson, W.S.,
66 Queen Street,
EDINBURGH.

Presenter's reference DCF/JSE/NC/BSL
and/or telephone number: 031-226-4771

01059

Particulars of a Charge created by HEART OF MIDLOTHIAN FOOTBALL CLUB

Limited, a Company registered in Scotland.

(1) Date and description of the instrument & (creating or originating the charge) (a)	(2) Amount secured by the charge	(3) Short particulars of the property charged	(4) Names, addresses and descriptions of the persons entitled to charge	(5) Amount or rate per cent of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his subscribing or agreeing to subscribe (whether absolutely or conditionally or prospectively) or procuring or procuring others to subscribe or procure subscriptions, whether absolute or conditional, for any of the debentures included in this return (b)	(6) In the case of a floating charge, a statement of the provisions, if any, 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	(7) In the case of a floating charge, a statement of 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 the subject of the floating charge or any part of it
Standard Security by Heart of Midlothian Football Club limited in favour of the GOVERNOR and COMPANY of the BANK of SCOTLAND dated 8th March, 1977	All sums of principal interest and charges due and to become due to the GOVERNOR and COMPANY of the BANK of SCOTLAND by Heart of Midlothian Football Club Limited.	5.171 acres at Tynecastle Park, Edinburgh.	the GOVERNOR and COMPANY of the BANK of SCOTLAND incorporated by Act of Parliament.	All sums, etc.		
and presented for recording in the Division of the General Register of Sasines applicable to the County of Midlothian on 15th March, 1977.	Personal Bond dated 8th March, 1977.					

- (a) A description of the instrument e.g. 'Trust Deed', 'Deed of Assignment', etc., as the case may be, should be given.
(b) The rate of interest payable under the terms of the debentures should not be entered.

RE 45341 1 5m 276131

Agents for the GOVERNOR and COMPANY of the BANK of SCOTLAND.
(Signature of person in relation to position in relation to the company)
Dated the 22nd day of March 1977



CERTIFICATE OF THE REGISTRATION OF A CHARGE

I hereby certify that a charge created on the 15 March 1977
by Heart of Midlothian Football Club Limited
in favour of the Governor and Company of the Bank of Scotland
for securing all sums due or to become due

was registered pursuant to section 106A of the Companies Act, 1948, on
the 22 March 1977

Given under my hand at Edinburgh the 24 March 1977

No. 5263/167

Certificate and instrument received by

Date

(A)

D.E.D. Robertson
Registrar of Companies

No. of Company

5863

168

THE COMPANIES ACT 1948

as amended by the Companies (Floating Charges and Receivers) (Scotland) Act 1972

PARTICULARS OF AN INSTRUMENT OF ALTERATION TO A FLOATING CHARGE

CREATED BY A COMPANY REGISTERED IN SCOTLAND

Pursuant to Section 106A of the Companies Act 1948

as applied by Section 7(3) of the Companies (Floating Charges and Receivers) (Scotland) Act 1972

Name of Company

✓ SL
HEART OF MIDLOTHIAN FOOTBALL CLUB

Limited

Margin reserved for binding

Presented by: Messrs. Tods, Murray & Jamieson,
W.S.,
66 Queen Street,
EDINBURGH.

28 MAR 1977

01143

Presenter's reference:
and/or Telephone Number

WHM/JSE/NC/H21
031-226-4771

HEART OF MIDLOTHIAN FOOTBALL CLUB

Particulars of an instrument of alteration to a floating charge created by HEART OF MIDLOTHIAN FOOTBALL CLUB Limited, a company registered in Scotland

(1) Date and description of the instrument creating or evidencing the charge which has been altered (a)	(2) Short particulars of the property the subject of the original charge	(3) Date of execution of the instrument of alteration	(4) Names, addresses and descriptions of the persons who have executed the instrument of alteration (b)	(5) 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	(6) 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	(7) Short particulars of any property released from the floating charge	(8) For amount of any, by which the amount secured by the floating charge has been increased
Bond and Floating Charge by Heart of Midlothian Football Club Limited in favour of the GOVERNOR and COMPANY of the BANK OF SCOTLAND dated 28th March 1968 and registered in the Company's Register of Charges on 5th April, 1968.	The whole of the property which is or may be from time to time comprised in the property and undertaking of the Club.	11th and 22nd March 1977.	The GOVERNOR and COMPANY of the BANK OF SCOTLAND, incorporated by Act of Parliament and Heart of Midlothian Football Club Limited incorporated under the Companies Acts 1862 to 1908 and having their Registered Office at Tynecastle Park, Gorgie Road, Edinburgh.	Notwithstanding that the said Bond and Floating Charge contains a prohibition upon the Company creating subsequent to its date any fixed security as defined by the Companies (Floating Charges) Act 1961 or any statutory modification or re-enactment thereof for the time being in force having priority over or ranking equally with the Floating Charge thereby created, it is provided that the Standard Security granted or to be granted by the Company in favour of the Bank over Tynecastle Park, Tynecastle Edinburgh shall rank in priority and preference to the Floating Charge created by the said Bond and Floating Charge and that without regard to the respective dates of creation and registration.			

(Signature) Eda. Mueser
Agents for Heart of Midlothian Football Club Limited
(Designation of position in relation to the company)

Dated the 28th day of March 1977.

(a) A description of the Instrument e.g., "Trust Deed", "Debenture" etc., as the case may be, should be given.

(b) In accordance with Section 7(1) of the Companies (Floating Charges and Receivers) (Scotland) Act 1972 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.



CERTIFICATE OF THE REGISTRATION OF AN ALTERATION TO A FLOATING CHARGE

I hereby certify that particulars of an instrument of alteration dated the 22 March 1977
were registered pursuant to section 106A of the Companies Act, 1948, on the 23 March 1977
The instrument relates to a charge created on the 23 March 1968
by Heart of Midlothian Football Club Limited
in favour of the Governor and Company of the Bank of Scotland
for securing all sums due or to become due

Given under my hand at Edinburgh the 31 March 1977

No. 5262/183

Certificate and instrument received by

.....

.....

Date

(C)

DED Rolinson

Registrar of Companies

M

Particulars of a mortgage or charge created by a company registered in Scotland

Pursuant to Section 106A
of the COMPANIES ACT 1948 (note 1)

47

(Scot.)

Please do not
write in this
binding
margin

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

*delete
if
inappropri-
ate

change
to P.L.C. - 8/4/82.

For official use

Company Number

215

5863

Name of Company

FORMERLY HEART OF MIDLOTHIAN FOOTBALL CLUB LIMITED
now " " " " " P.L.C. Limited*

Particulars of a mortgage or charge created by the above-named company

Date and description of the instrument creating or evidencing the mortgage or charge (note 1)

Standard Security in favour of Alexander Wallace Mercer dated
13th March 1982 and recorded in the Division of the General
Register of Sasines applicable to the County of Midlothian
26th March 1982

Amount secured by the mortgage or charge

XX

or to
All sums due and that may become due

Presenter's name, address, telephone number and
reference (if any)

MESSRS ORR MacQUEEN
Solicitors
36 Castle Street
Edinburgh
031-225-3366

Ref: MJB

For official use
Mortgage Section

Post room

01834



Time Critical reference

Short particulars of all the property mortgaged or charged (For statement as to restriction on power to grant further securities or ranking provisions see note 3)

Please do not write in this binding margin

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

Tynecastle Football Stadium, Gorgie, Edinburgh
which subjects are described as that piece of ground at Tynecastle in the City Parish of Edinburgh and County of Midlothian (formerly Edinburgh) extending to Five acres and one hundred and seventy one decimal or one thousandth parts of an acre Imperial Measure or thereby being the subjects more particularly described in and delineated and coloured pink on the plan number 1 annexed and signed as relative to Feu Disposition by the Lord Provost Magistrates and Council of the City of Edinburgh in our favour dated Sixth and recorded in the Division of the General Register of Sasines applicable to the County of Edinburgh (now Midlothian) on Twenty sixth both days of May Nineteen hundred and twenty six; Together with (one) the whole offices, stands and other buildings erected on the said piece of ground.

Names, addresses and descriptions of the mortgages or persons entitled to charge

Alexander Wallace Mercer

Almondale,

4 Essex Road, Barnton.

Particulars as to commission, allowance or discount (note 4)

Nil

Signed, Per Alex Mercer Date 31.5.72

Designation of position in relation to the company Agents for Alexander Wallace Mercer

- Notes**
1. Section 106A was originally inserted into the Companies Act 1948 by the Companies (Floating Charges) (Scotland) Act, 1961, and subsequently amended by the Companies (Floating Charges & Receivers) (Scotland) Act 1972.
 2. A description of the instrument eg, "Trust Deed", "Debenture", etc, as the case may be, should be given. In the case of an instrument recorded in the General Register of Sasines the date of recording should be given.
 3. In the case of a floating charge a statement 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) of 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 should be given.
 4. In this column there should be inserted the amount or rate per cent of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his subscribing or agreeing to subscribe, whether or conditionally, or procuring or agreeing to procure subscriptions, whether absolute or conditional for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
 5. A certified copy of the instrument creating the charge, together with this form must be delivered to the Registrar of Companies within 21 days after the date of the creation of the mortgage or charge. Certified copies of any other documents relevant to the charge should also be delivered.
 6. A copy instrument should be verified or certified to be a true copy under the seal of the Company or under the hand of some person interested therein otherwise than on behalf of the Company (Article 4 of the Companies (Forms) Order 1979, SI 1979 1547 refers).

Regulations

Regulations



CERTIFICATE OF THE REGISTRATION OF A CHARGE

I hereby certify that a charge created on the **26 March 1982**
by **HEART OF MIDLOTHIAN FOOTBALL CLUB P.L.C.**
in favour of **Alexander Wallace Morcar**
for securing **all sums due or to become due**

was registered pursuant to section 106A of the Companies Act, 1948, on
the **5 April 1982**

Given under my hand at Edinburgh the **23 April 1982**

No. **5863/215**

Registrar of Companies

Certificate and instrument received by

Date

(A)

M

COMPANIES FORM No. 410 (Scot)

Particulars of a charge created by a company registered in Scotland

410

Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1985

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

* Insert full name
of company

To the Registrar of Companies

For official use

Company number

1228

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PLC

Date of creation of the charge (note 1)

28th April, 1986.

Description of the instrument (if any) creating or evidencing the charge (note 1)

Standard Security.

Amount secured by the charge

All sums of money due and that may become due to Allied Irish Banks plc (erroneously referred to as "Allied Irish Banks Limited" in the charge) in terms of Personal Bond by the Company in favour of Allied Irish Banks plc dated 9th March, 1986.

Names and addresses of the persons entitled to the charge

Allied Irish Banks plc, 64-66 Coleman Street, London.

Presentor's name address telephone
number and reference (if any):

Tods Murray & Jamieson,
66 Queen Street,
Edinburgh.
(031-226-4771)

Ref: DNCL

For official Use
Charges Section

3934

Post Room

R.O. EDI

9 MAY 1986

Short particulars of all the property charged.

That piece of ground lying to the west of McLeod Street, Edinburgh extending to 276/1000ths parts of an acre or thereby as the same is described in, disposed by and delineated and coloured pink and edged in red on the plan annexed and executed as relative to the Disposition by the City of Edinburgh District Council in favour of the Company dated 24th February and recorded G.R.S. Midlothian 28th April, 1986; Together with the buildings thereon, the fittings and fixtures therein and thereon and the Company's whole right, title and interest, present and future therein and thereto

Please see
legible print
in block type
bold type

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

NONE.

Particulars as to commission, allowance or discount paid (see section 413(3))

NONE

Signed *Robert Murray James* Date 7th May 1986
On behalf of ~~[company]~~ [chargee]†

Notes

† delete as appropriate

1. A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples — date of signing of an Instrument of Charge; date of recording/registration of a Standard Security; date of intimation of an Assignment.)

2. 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.

3. 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 comprising property situated outside the U.K., 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 U.K. Certified copies of any other documents relevant to the charge should also be delivered.

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.



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company and Document Number

5863/228

hereby certify that a charge created on

28 April 1986

by

HEART OF MIDLOTHIAN FOOTBALL CLUB PLC

in favour of

Allied Irish Banks plc

for securing

all sums due or to become due

was delivered pursuant to section 410 of the Companies Act,

1985, on

9 May 1986

Signed at Edinburgh

14 May 1986


Registrar of Companies

M

COMPANIES FORM No. 466 (Spec)

466**Particulars of an Instrument of
alteration to a floating charge created
by a company registered in Scotland**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

For official use

Company number

[229]

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PLC

* Insert full name
of company

Date of creation of the charge (note 1)

28th March 1968

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

Bond and Floating Charge.

Names of the persons entitled to the charge

The Governor and Company of the Bank of Scotland.

Short particulars of all the property charged

The whole property which is or may be from time to time
comprised in the property and undertaking of the Company.Presenter's name address and
reference (if any):Tods Murray & Jamieson,
66 Queen Street,
EDINBURGH,

Ref: DMCL

For official Use
Charges Section

C.R.B. EDINBURGH

9 MAY 1986

3908

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

HEART OF MIDLOTHIAN FOOTBALL CLUB PLC, having its registered office at Tynecastle Park, Gorgie Road, Edinburgh, The Governor and Company of the Bank of Scotland, incorporated by Act of Parliament, The Mound, Edinburgh and Allied Irish Banks PLC having its principal place of business in Britain at 64/66 Coleman Street, London.

Please complete
legibly - preferably
in block type or
bold block lettering

Date(s) of execution of the instrument of alteration

Heart of Midlothian Football Club plc - 9th March, 1986.
Allied Irish Banks plc - 25th March, 1986.
Governor & Company of the Bank of Scotland - 24th April, 1986

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

None.

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 provisors, if any, imposed by the instrument of creation varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges

Issue complete
legibly, preferably
in block type, or
bold block lettering

Notwithstanding the terms of the said Bond and Floating Charge the Standard Security granted by the Company in favour of Allied Irish Banks plc dated 9th March, 1986 over the premises known as number 7/9 McLeod Street, Edinburgh in Security of all sums which are or which may become due to Allied Irish Banks plc under and in terms of Personal Bond by the Company in favour of Allied Irish Banks plc dated of even date with said Standard Security, shall rank prior and preferred to the Floating Charge created by the said Bond and Floating Charge except all sums secured thereby.

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 complete
legibly, preferably
in black ink, or
gold block lettering

Signed Tom Morris-Jones Date 9th May 1986
On behalf of [company]/[chargee]†

† delete as appropriate

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 465(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.



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

Company and Document Number

5863/229

I hereby certify that particulars of an instrument of alteration
dated

24 April 1986

was delivered pursuant to section 410 of the Companies Act,
1985 on

9 May 1986

The instrument relates to a charge created on
28 March 1968

by

HEART OF MIDLOTHIAN FOOTBALL CLUB PLC

in favour of

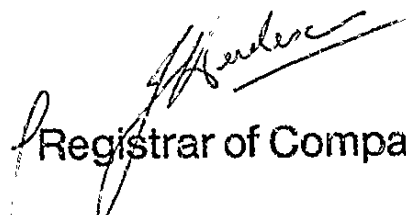
the Governor and Company of the Bank of Scotland

for securing

all sums due or to become due

Signed at Edinburgh

14 May 1986


Registrar of Companies

M

COMPANIES FORM No 466(Scot)

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

466

Please do not
write in
this margin

Pursuant to section 410 and 466 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

21311

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PUBLIC LIMITED
COMPANY

Date of creation of the charge (note 1)

28th March, 1968

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

BOND and FLOATING CHARGE

Names of the persons entitled to the charge

THE GOVERNOR and COMPANY of the BANK of SCOTLAND

Short particulars of all the property charged

The whole of the property which is or may be from time
to time comprised in the Company's property.

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

Messrs. Tods Murray, W.S.,
66 Queen Street,
Edinburgh, EH2 4NE

(Ref: DMcL/RMc1/H21/24)

For official Use
Charges Section

Post room

66

6 JUN 1987

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

Please do not
write in
this margin

1. The Governor and Company of the Bank of Scotland.
2. Heart of Midlothian Football Club Public Limited
Company having their Registered Office at Tynecastle
Park, Gorgie Road, Edinburgh.

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

Date(s) of execution of the instrument of alteration

13th December, 1986

23rd December, 1986

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

Short particulars of any property released from the floating charge

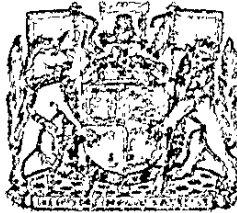
The amount, if any, by which the amount secured by the floating charge has been increased

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only
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this margin

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

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

STANDARD SECURITY granted by the Company in favour of The Alloa Brewery Company Limited shall rank in priority and preference to the Floating Charge to the extent of £20,000 plus one years interest and charges thereon with a sum not exceeding £5,000 in respect of credit for goods supplied to the Company by the said Alloa Brewery Company Limited.



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

Company and Document Number

5863/231

I hereby certify that particulars of an instrument of alteration
dated

23 December 1986

was delivered pursuant to section 410 of the Companies Act,

1985 on

6 January 1987

The instrument relates to a charge created on

28 March 1968

by

HEART OF MIDLOTHIAN FOOTBALL CLUB PUBLIC LIMITED COMPANY

in favour of

the Governor and Company of the Bank of Scotland

for securing

all sums due or to become due

Signed at Edinburgh

8 January 1987

Registrar of Companies

M

COMPANIES FORM No. 410(Scot)

**Particulars of a charge created
by a company registered in Scotland**

410

Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1925

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

To the Registrar of Companies

For official use

Company number

132

554 5163

Name of company

* Heart of Midlothian Football Club public limited company

* insert full name
of company

Date of creation of the charge (note 1)

22nd December 1986

Description of the instrument (if any) creating or evidencing the charge (note 1)

Standard Security

Amount secured by the charge

All or any further sums due or to become due.

Names and addresses of the persons entitled to the charge

Alloa Brewery Co. Ltd., a company incorporated under the Companies
Acts, Orchard Brae House, 30 Queensferry Road, Edinburgh.

Presentor's name address telephone
number and reference (if any):

Campbell Smith & Co., W.S.,
21 York Place,
Edinburgh, EH1 3EN.
556 3737.

Ref. MM/CS

For official Use
Charges Section

168

Post room

C.R.O. L...

- 8 JAN 1987

Short particulars of all the property charged.

Heart of Midlothian Football Club, Tynecastle Park, Gorgie Road,
Edinburgh.

Please do not
write in this margin

Please complete
legibly preferably
in block type or
bold block lettering

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

Not applicable

Particulars as to commission, allowance or discount paid (see section 413(3))

None

Signed Campbell Smith Date 29th Dec. 1986.

On behalf of [company][chargee]†

Notes

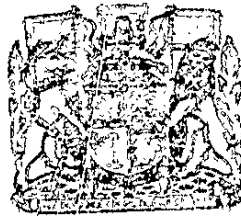
† delete as
appropriate

1. A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples — date of signing of an Instrument of Charge; date of recording/registration of a Standard Security; date of intimation of an Assignment.)

2. 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.

3. 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 comprising property situated outside the U.K., 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 U.K. Certified copies of any other documents relevant to the charge should also be delivered.

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.



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company and Document Number

5863/232

I hereby certify that a charge created on

22 December 1986

by
HEART OF MIDLOTHIAN FOOTBALL CLUB public limited company

in favour of

Alloa Brewery Company Limited
for securing

all sums due or to become due

was delivered pursuant to section 410 of the Companies Act,

1985, on

8 January 1987

Signed at Edinburgh

19 January 1987

Registrar of Companies

M

COMPANIES FORM No. 419a (Spec)

Application for registration of a memorandum of satisfaction in full or in part of a registered charge

419a

Please do not write in this margin

Pursuant to section 419(1)(a) of the Companies Act 1985

20090310

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

To the Registrar of Companies

For official use

Company number

[] [] [] []

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PUBLIC LIMITED COMPANY

* Insert full name of company

I, LESLIE WILLIAM PORTEOUS

of Lynecastle Park, Gorgie Road, Edinburgh

I declare as appropriate

~~As director~~ [the secretary] [the liquidator] [the receiver] of the company,

do solemnly and sincerely declare that the debt for which the charge described overleaf was given has been paid or satisfied in ~~[full]~~ [part]

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at Edinburgh

Declarant sign below

the Second day of March

one thousand nine hundred and eighty eight

before me Roderick Martin MacLennan

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

R M MacLennan
Notary Public
Edinburgh

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

For official Use
Charges Section

Post room

Particulars of the charge to which the application overleaf refers

Date of creation of the charge

22nd December, 1986

Please do not
write in
this margin

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

Description of the instrument (if any) creating or evidencing the charge†

Standard Security in favour of Alloa Brewery Company
Limited

† insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Charge',
'Deed' etc.

Date of Registration

8th January, 1987

the date of
registration may
be confirmed from
the certificate

Short particulars of property charged

ALL and WHOLE that piece of ground at Tynecastle
in the City Parish of Edinburgh and County of
Midlothian extending to 5 acres and 171 decimal
or one thousandth parts of an acre Imperial Measure
or thereby being the subjects more particularly described
in delineated and coloured pink on Plan Number 1 annexed
and signed as relative to Fea Disposition by the Lord Provost,
Magistrates and Council of the City of Edinburgh in
favour of Heart of Midlothian Football Club Limited dated
6th and recorded in the Division of the General Register of
Sasines applicable to the County of Edinburgh (now Midlothian)
on 26th both days of May, 1956.

Where a FLOATING CHARGE is being satisfied, the following Certificate MUST be completed:

CERTIFICATE

I _____
of _____

being [the creditor][a person authorised to act on behalf of the creditor]† entitled to the benefit of the
floating charge specified above certify that the particulars above relating to the charge and its
satisfaction are correct.

† delete as
appropriate

Signature _____ Date _____

M

COMPANIES FORM No. 466(Scot)

466**Particulars of an instrument of
alteration to a floating charge created
by a company registered in Scotland**Please do not
write in
this margin

Pursuant to section 410 and 466 of the Companies Act 1985

066132

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

To the Registrar of Companies

For official use

Company number

--	--	--	--

5863

Name of company

* Insert full name
of company* HEART OF MIDLOTHIAN FOOTBALL CLUB PUBLIC LIMITED
COMPANY

Date of creation of the charge (note 1)

28th March, 1968

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

Bond and Floating Charge

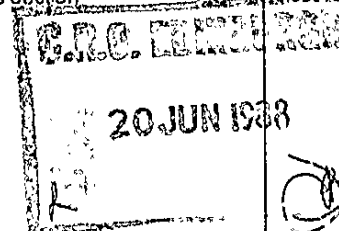
Names of the persons entitled to the charge

The Governor & Company of the Bank of Scotland

Short particulars of all the property charged

The whole of the property which is or may be from
time to time comprised in the Company's property.Presentor's name address and
reference (if any):Messrs. Tods Murray, W.S.,
66 Queen Street,
Edinburgh, EH2 4NE.
(Ref: DMCL/RMCL/H21/31)For official Use
Charges Section

Post room



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

Please do not
write in
this margin

1. The Governor & Company of the Bank of Scotland,
berior House, 61 Grassmarket, Edinburgh.
2. Heart of Midlothian Football Club Public Limited
Company, having their Registered Office at Tynecastle
Park, Gorgie Road, Edinburgh.
3. Scottish & Newcastle Breweries plc, having their Registered
Office at Abbey Brewery, Holyrood Road, Edinburgh.

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

Date(s) of execution of the instrument of alteration

4th, 10th and 30th May, 1988.

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

N/A

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

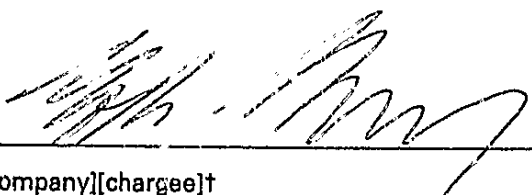
Notwithstanding that the Bond and Floating Charge contains a prohibition upon the Company creating subsequent to its date any fixed security having priority over or ranking equally with the Floating Charge, it is provided and agreed that the Standard Security granted by the Company in favour of Scottish & Newcastle Breweries plc shall rank in priority and preference to the extent of £30,000 Sterling with interest thereon and all expenses for which the Company are liable in connection with the said Standard Security in favour of the said Scottish & Newcastle Breweries plc to the Floating Charge and that without regard to the respective dates of creation or registration. Notwithstanding the provisions of Section 13 of the Conveyancing & Feudal Reform (Scotland) Act 1970 or Section 464(5) of the Companies Act 1985 or any other Rule of Law which might operate to the contrary effect, the foregoing provisions as to ranking shall be valid and effective irrespective of each of the following:-

- (a) the date or dates on which any sum or sums have been advanced, are advanced or are to be advanced by the Governor & Company of the Bank of Scotland to or on behalf of the Company or have been or shall be drawn out by or debited to the Company, the said Scottish & Newcastle Breweries plc having no concern with the composition of or fluctuations in such sum or sums due by the Company to the Bank; and
- (b) the date or dates on which any sum or sums have been advanced, are advanced or are to be advanced by the said Scottish & Newcastle Breweries plc to or on behalf of the Company or have been or shall be drawn out by or debited to the Company, the Governor & Company of the Bank of Scotland having no concern with the composition of or fluctuations in such sum or sums due by the Company to the said Scottish & Newcastle Breweries plc.

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

Signed  Date 17/6/88
On behalf of [company][chargee]† † delete as appropriate

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.



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

Company and Document Number

5863

I hereby certify that particulars of an instrument of alteration
dated

30 May 1988

was delivered pursuant to section 410 of the Companies Act,
1985 on

20 June 1988

The instrument relates to a charge created on
28 March 1988

by

HEART OF MIDLOTHIAN FOOTBALL CLUB PUBLIC LIMITED COMPANY

in favour of

the Governor and Company of the Bank of Scotland

for securing

all sums due or to become due

Signed at Edinburgh

27 June 1988

Registrar of Companies

M

COMPANIES FORM No. 410 (Scot)

**Particulars of a charge created
by a company registered in Scotland****410**Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1985

001

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

--	--	--	--

5863

Name of company

* Heart of Midlothian Football Club plc

* insert full name
of company

Date of creation of the charge (note 1)

17th June 1988

Description of the instrument (if any) creating or evidencing the charge (note 1)

Standard Security

Amount secured by the charge

All sums due or that may become due by the Company to Scottish & Newcastle Breweries plc including all sums due or that may become due in terms of a Minute of Agreement between the Company and Scottish & Newcastle Breweries plc dated 4th May and subsequent date 1988.

Names and addresses of the persons entitled to the charge

Scottish & Newcastle Breweries plc

Abbey Brewery,

Ho'yrood Road, Edinburgh.

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

Morton Fraser & Milligan
WS
19 York Place
Edinburg EH1 3EL
CBJ/HJSH/1SHEA 620

For official Use
Charges Section

Post room

430	1988
-----	------

Short particulars of all the property charged.

The area of ground at Tyrecastle, Gorgie Road, Edinburgh, extending to five acres and 171 decimal or one thousandth parts of an acre or thereby, together with the offices, stands and other buildings thereon being the subjects described in feu Disposition by The Lord Provost Magistrates and Council of The City of Edinburgh in favour of the Company dated 6th and recorded in the Division of The General Register of Sasines for the County of Edinburgh on 26th both days of May Nineteen hundred and twenty six.

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

Not applicable.

Particulars as to commission, allowance or discount paid (see section 413(3))

Nil

Signed

Date 1st July 1988

On behalf of [company][chargee]†

Notes

1. A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples — date of signing of an Instrument of Charge; date of recording/registration of a Standard Security; date of intimation of an Assignment.)

2. 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.

3. 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 comprising property situated outside the U.K., 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 U.K. Certified copies of any other documents relevant to the charge should also be delivered.

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. The address of the Registrar of Companies is:-

Companies Registration Office
102 George Street
Edinburgh EH2 3DJ

Please do not
write in
this margin

Please complete
legibly, preferably
in black type
bold black type

† delete as
appropriate



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company Number

5863

I hereby certify that a charge created by

HEART OF MIDLOTHIAN FOOTBALL CLUB P.L.C.

on

17 June 1988

for securing

all sums due or to become due

in favour of

Scottish & Newcastle Breweries plc

**was delivered pursuant to section 410 of the Companies Act,
1985, on**

4 July 1988

Signed at Edinburgh

13 July 1988


Registrar of Companies

M

COMPANIES FORM No. 466(Scot)

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

466

010239

Please do not
write in
this margin

Pursuant to section 410 and 466 of the Companies Act 1935

To the Registrar of Companies

For official use

Company number

5863

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

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PUBLIC LIMITED COMPANY

* Insert full name
of company

Date of creation of the charge (note 1)

28th March 1968

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

Bond and Floating Charge

Names of the persons entitled to the charge

The Governor and Company of the Bank of Scotland

Short particulars of all the property charged

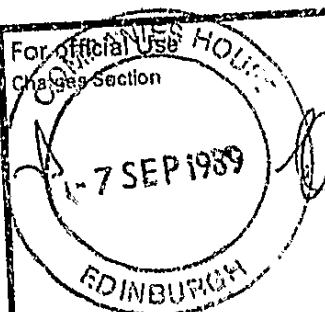
The whole of the property which is or may be from time
to time comprised in the Company's property.

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

MESSRS TODS MURRAY, W.S.,
66 Queen Street,
Edinburgh, EH2 4NE

Ref: JGC/H21/42

For official use
Charges Section



Post room

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

Please do not
write in
this margin

1. The Governor and Company of the Bank of Scotland
Uberior House, 61 Grassmarket, Edinburgh
2. Heart of Midlothian Football Club Public Limited Company,
having their Registered Office at Tynecastle Park,
Gorgie Road, Edinburgh

Please print as
legibly, preferably
in black type, or
bold block lettering

Date(s) of execution of the instrument of alteration

17th August 1989 and 4th September 1989

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

N/A

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

do not
write in
this margin

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 complete
legibly, preferably
in black type, or
bold black lettering

Notwithstanding that the Bond and Floating Charge contains a prohibition upon the Company creating subsequent to its date any fixed security having priority over or ranking equally with the Floating Charge, it is provided and agreed that the Standard Security granted by the Company in favour of Cheltenham and Gloucester Building Society will rank in priority and preference to the extent of EIGHTY SIX THOUSAND TWO HUNDRED AND FIFTY POUNDS STERLING plus one year's interest and charges thereon to the Floating Charge created by the Bond and Floating Charge and without regard to the respective dates of creation and registration. Notwithstanding the provisions of Section 16 of the Conveyancing and Feudal Reform (Scotland) Act 1970 or Section 465(5) of the Companies Act 1985 or any other rule of law which might operate to the contrary effect, the foregoing provisions as to ranking shall be valid and effective irrespective of each of the following:-

- (a) The date or dates on which any sum or sums have been advanced, are advanced or are to be advanced by The Governor and Company of the Bank of Scotland to or on behalf of the Company or have been or shall be drawn out by or debited to the Company, the said Cheltenham and Gloucester Building Society having no concern with the composition of or fluctuations in such sum or sums due by the Company to the Bank; and
- (b) The date or dates on which any sum or sums have been advanced, are advanced or are to be advanced by the said Cheltenham and Gloucester Building Society to and on behalf of the Company or have been or shall be drawn out by or debited to the Company, The Governor and Company of the Bank of Scotland having no concern with the composition of or fluctuations in such sum or sums due by the Company to Cheltenham and Gloucester Building Society

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

Signed



Date

7/9/89

† delete as appropriate

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 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.



CERTIFICATE OF THE REGISTRATION OF AN ALTERATION TO A FLOATING CHARGE

Company Number

5863

**I hereby certify that particulars of an instrument of alteration
dated**

4 September 1989

**was delivered pursuant to section 410 of the Companies Act,
1985 on**

7 September 1989

**The instrument relates to a charge created on
28 March 1968**

by

HEART OF MIDLOTHIAN FOOTBALL CLUB P.L.C.

in favour of

the Governor and Company of the Bank of Scotland

for securing

all sums due or to become due

Signed at Edinburgh

27 September 1989

J Henderson

J Henderson
Registrar of Companies

M

COMPANIES FORM No. 410(Scot)

**Particulars of a charge created
by a company registered in Scotland****410**Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1985

010105

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

--	--	--	--	--

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PUBLIC LIMITED COMPANY

* insert full name
of company

Date of creation of the charge (note 1)

21st August 1989

Description of the instrument (if any) creating or evidencing the charge (note 1)

Standard Security

Amount secured by the charge

Eighty six thousand, two hundred and fifty pounds (£86,250) and
All sums due and that may become due by the Company to
Cheltenham & Gloucester Building Society in terms of Standard
Security by the Company in favour of Cheltenham & Gloucester
Building Society recorded G.R.S. Midlothian

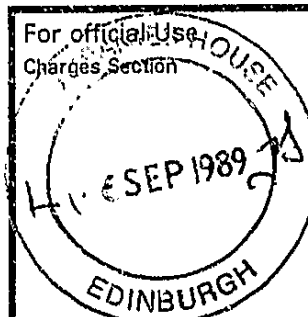
Names and addresses of the persons entitled to the charge

Cheltenham & Gloucester Building Society
Cheltenham House, Clarence Street, Cheltenham,
Gloucester, GL50 3JR

Presentor's name address telephone
number and reference (if any):

MESSRS TODS MURRAY, W.S
66 Queen Street,
Edinburgh, EH2 4NE

Ref: JGC/H21/42

For official use
Charges Section

Post room

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

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

NIL

Date 6-9-89

† delete as appropriate

Page 2



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company Number

5863

I hereby certify that a charge created by

HEART OF MIDLOTHIAN FOOTBALL CLUB PUBLIC LIMITED COMPANY

on

21 August 1989

for securing

£86,250 and all sums due or to become due

in favour of

Cheltenham and Gloucester Building Society

**was delivered pursuant to section 410 of the Companies Act,
1985, on**

6 September 1989

Signed at Edinburgh

13 September 1989

J Henderson

Registrar of Companies

M

COMPANIES FORM No. 419a (Scot)

Application for registration of a memorandum of satisfaction in full or in part of a registered charge

419a

Please do not write in this margin

Pursuant to section 419(1)(a) of the Companies Act 1985

013743

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

--	--	--	--

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PLC

* Insert full name of company

I, George James Deansof Bannerfield House, Bannerfield, Selkirk

† delete as appropriate

[a director] ~~[the secretary]~~ ~~[the liquidator]~~ ~~[the receiver]~~ ~~[the administrator]~~ of the company,do solemnly and sincerely declare that the debt for which the charge described overleaf was given has been paid or satisfied in [full] ~~[part]~~

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at Edinburgh

Declarant sign below

the Second day of December
one thousand nine hundred and eighty ninebefore me Roderick Martin MacLennan

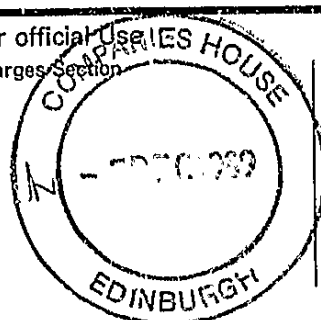
A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

R M MacLennanNotary Public

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

Messrs Tods Murray, WS
66 Queen Street,
Edinburgh, EH2 4NF

(Ref: RMcl/H21/44)

For official use
Charges Section

Post room

Particulars of the charge to which the application overleaf refers

Please do not
write in
this margin

Date of creation of the charge

28th April 1986

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

Description of the instrument (if any) creating or evidencing the charge†

Standard Security in favour of Allied Irish Banks PLC

† insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Charge',
'Debenture' etc

Date of Registrations

9th May 1986

‡ the date of
registration may
be confirmed from
the certificate

Short particulars of property charged

Area of ground lying to the west of McLeod Street,
Edinburgh extending to 276 one-thousandth parts of
an acre or thereby together with the buildings thereon
known as Numbers 7/9 McLeod Street, Edinburgh.

Where a FLOATING CHARGE is being satisfied, the following Certificate MUST be completed:

CERTIFICATE

I _____
of _____
being [the creditor][a person authorised to act on behalf of the creditor]† entitled to the benefit of the
floating charge specified above certify that the particulars above relating to the charge and its
satisfaction are correct.

Signature _____ Date _____

† delete as
appropriate

Note

The address of the Registrar of Companies is:-
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ

**Application for registration of a
memorandum of satisfaction
in full or in part of a registered charge****419a**Please do not
write in
this margin

Pursuant to section 419(1)(a) of the Companies Act 1985

013446

Please complete
logically, preferably
in black type or,
bold block letteringTo the Registrar of Companies
(Address overleaf)

For official use

Company number

[] [] [] []

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PUBLIC LIMITED COMPANY

* Insert full name
of company

LESLIE WILLIAM PORTEOUS

of Tynecastle Park, Gorgie Road, Edinburgh

† delete as
appropriate

~~[a director]~~ ~~[the secretary]~~ ~~[the liquidator]~~ ~~[the receiver]~~ ~~[the administrator]~~ of the company,
do solemnly and sincerely declare that the debt for which the charge described overleaf was given has
been paid or satisfied in ~~[full]~~ ~~[part]~~†

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835.

Declared at

EDINBURGH

Declarant sign below

the 24th day of NOVEMBER

one thousand nine hundred and NINETY

before me DAVID WILLIAM McLEITCH

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

[Signature]
David W McLeitch
Notary Public

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

TODS MURRAY, W.S.,
66 Queen Street,
Edinburgh, EH2 4NE

For official Use
Charges Section

Post room

Ref: JGC/H21/55

Particulars of the charge to which the application overleaf refers

Please do not
write in
this margin

Date of creation of the charge

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

21st August 1989

Description of the instrument (if any) creating or evidencing the charge†

† Insert a description
of the instrument
creating or
evidencing the
charge, eg
"Charge",
"Debenture" etc.

STANDARD SECURITY

• the date of
registration may
be confirmed from
the certificate

Date of Registration

6th September 1989

Short particulars of property charged

Plot 18, Fairview Estate, Barnton Park, Edinburgh now known as
Flat 78/5 Fairview, Barnton Park View, Edinburgh.

Where a FLOATING CHARGE is being satisfied, the following Certificate MUST be completed:

CERTIFICATE

I _____

of _____

being [the creditor][a person authorised to act on behalf of the creditor]† entitled to the benefit of the
floating charge specified above certify that the particulars above relating to the charge and its
satisfaction are correct.

† delete as
appropriate

Signature _____ Date _____

Note

The address of the Registrar of Companies is:-

Companies House
100-102 George Street
Edinburgh
EH2 3DJ

M

COMPANIES FORM No. 419a (Scot)

215

Application for registration of a memorandum of satisfaction in full or in part of a registered charge

419a

Please do not write in this margin

Pursuant to section 419(1)(a) of the Companies Act 1985

000847

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

[] [] [] [] [] [] [] []

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PLC.

* Insert full name of company

I, LESLIE WILLIAM PORTEOUS
of 16 McCathie Drive, Newtongrange, Dalkeith

† delete as appropriate

[a director] ~~[the secretary]~~ ~~[the liquidator]~~ ~~[the receiver]~~ ~~[the administrator]~~ of the company,
do solemnly and sincerely declare that the debt for which the charge described overleaf was given has
been paid or satisfied in [full] ~~[part]~~ XXXXXX

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at EDINBURGH

Declarant sign below

the Twenty first day of January
one thousand nine hundred and ninety one
before me David William McLetchie

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

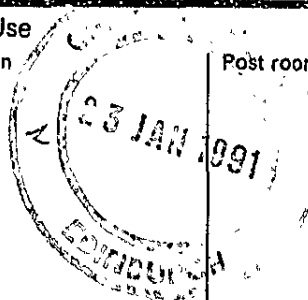
[Signature]
David W McLetchie

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

Messrs. Tods Murray, WS
66 Queen Street,
Edinburgh, EH2 4NE
(Ref: DMCL)

For official Use
Charges Section

Post room



Particulars of the charge to which the application overleaf refers

Date of creation of the charge

26 March 1982

Please do not
write in
this margin

Please complete
legibly, preferably
in black type or,
bold block letters

Description of the instrument (if any) creating or evidencing the charge†

Standard Security

† insert a description
of the instrument
creating or
evidencing the
charge, eg
'Charge',
'Debenture' etc.

Date of Registration

5 April 1982

the date of
registration may
be confirmed from
the certificate

Short particulars of property charged

Tynecastle Football Stadium, Gorgie Road, Edinburgh

Where a FLOATING CHARGE is being satisfied, the following Certificate MUST be completed:

CERTIFICATE

I _____
of _____

being [the creditor][a person authorised to act on behalf of the creditor]† entitled to the benefit of the
floating charge specified above certify that the particulars above relating to the charge and its
satisfaction are correct.

† delete as
appropriate

Signature _____ Date _____

Note

The address of the Registrar of Companies is:-

Companies House
100-102 George Street
Edinburgh
EH2 3DJ

M

Particulars of a charge created
by a company registered in Scotland

410

Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

1115

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PLC.

* Insert full name
of company

Date of creation of the charge (note 1)

14 AUGUST 1992

Description of the instrument (if any) creating or evidencing the charge (note 1)

STANDARD SECURITY

Amount secured by the charge

All sums of principal, interest and charges due and that may become due in any manner of way either solely or jointly with any person or persons or corporation and whether as principal or surety.

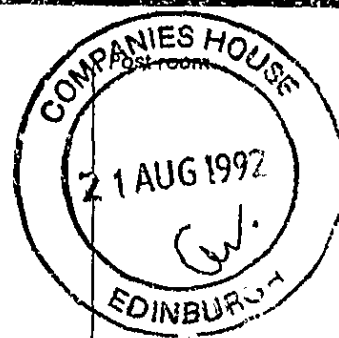
Names and addresses of the persons entitled to the charge

The Governor and Company of the Bank of Scotland
The Mound, Edinburgh

Presentor's name address telephone
number and reference (if any):

Tods Murray WS
66 Queen Street
EDINBURGH EH2 4NE
R.E. Box No 58

For official Use
Charges Section



Short particulars of all the property charged.

7/9 McLeod Street, Edinburgh

Please do not
write in
this margin

Please complete
legibly, printing
in black type,
bold block letters

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

N/A

Particulars as to commission, allowance or discount paid (see section 413(3))

N/A

Signed Toth Mary Date 21/8/92
On behalf of ~~[company]~~ [chargee]†

Notes

1. A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples — date of signing of an Instrument of Charge; date of recording/registration of a Standard Security; date of intimation of an Assignment.)

† delete as
appropriate

2. 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.

3. 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 comprising property situated outside the U.K., 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 U.K. Certified copies of any other documents relevant to the charge should also be delivered.

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. The address of the Registrar of Companies is:-

Companies Registration Office
102 George Street
Edinburgh EH2 3DJ



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company Number

5863

I hereby certify that a charge created by

HEART OF MIDLOTHIAN FOOTBALL CLUB P.L.C.

on

14 August 1992

for securing

all sums due or to become due
in favour of

the Governor and Company of the Bank of Scotland

was delivered pursuant to section 410 of the Companies Act,
1985, on

21 August 1992

Signed at Edinburgh

24 August 1992

A Moffatt
for Registrar of Companies

M

COMPANIES FORM No. 419b(Scot)

419b

Application for registration of a memorandum of fact that part of the property charged (a) has been released from the charge; (b) no longer forms part of the company's property

Please do not write in this margin

Pursuant to section 419(1)(b) of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

[] [] [] []

5863

Name of company

* HEART OF MIDLOTHIAN FOOTBALL CLUB PLC

* Insert full name of company

I, Fraser Scott Jackson

of 19 Ainslie Place, Edinburgh

† delete as appropriate

~~(a director)~~ ~~(the secretary)~~ ~~(the liquidator)~~ ~~(the receiver)~~ ~~(the administrator)~~ of the company, do solemnly and sincerely declare that the particulars overleaf relating to the charge and the fact that part of the property or undertaking charged ~~ceased to form part of the company's property or undertaking~~ [was released from the charge] ~~on~~ 29 December 1994 are true to the best of my knowledge and belief.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at EDINBURGH

Declarant sign below

the SEVENTH day of JANUARY
one thousand nine hundred and NINETY FIVE
before me Fraser Scott Jackson

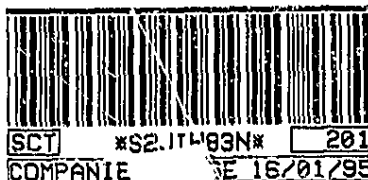
A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

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

Messrs Tods Murray WS
66 Queen Street
Edinburgh EH2 4NE
(RMM/H21/73)

For official Use
Charges Section

Post room



Date of creation of the charge

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

28 March 1968

‡ insert a description of the instrument(s) creating or evidencing the charge, eg 'Charge', 'Debenture' etc.

Bond and Floating Charge by the Company (therein named Heart of Midlothian Football Club Limited) in favour of The Governor & Company of the Bank of Scotland

Date of Registrations

o the date of registration may be confirmed from the certificate

5 April 1968

Short particulars of property no longer subject to the charge

7/9 McLeod Street, Edinburgh together with car parking area and ancillary ground

Where a FLOATING CHARGE is being satisfied, the following Certificate MUST be completed:

CERTIFICATE.

~~Iain James Purves, Corporate Assistant
of Bank of Scotland, Legal Services~~

being ~~the creditor~~ [a person authorised to act on behalf of the creditor]† entitled to the benefit of the floating charge specified above certify that the particulars above relating to the charge and the release of part of the property charged are correct.

† delete as appropriate

Signature

Date 12.1.95

Note

The address of the Registrar of Companies is:-
Companies House
100-102 George Street
Edinburgh
EH2 3DJ