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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

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

116

149117

Name of company

* INVERNESS THISTLE and CALEDONIAN F.C. plc

* insert full name
of company

Date of creation of the charge (note 1)

26th June 1996

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

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

Short particulars of all the property charged

THE WHOLE PROPERTY AND UNDERTAKING OF THE COMPANY

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

Macleod & MacCallum,
Solicitors,
28 Queensgate,
Inverness. IV1 1YN

Ref: GPW.M B57.16

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. Inverness Thistle and Caledonian F.C. plc of 19 Union Street, Inverness.
2. The Governor and Company of the Bank of Scotland, The Mound, Edinburgh.
3. Scottish & Newcastle plc, 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

1. 7th November 1997
2. 10th January 1997
3. 8th November 1996

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

Order of ranking:-

- First: Standard Security in favour of the Bank of Scotland
(over Inverness Caledonian Social Club, 28 Greig Street,
Inverness) to the extent of £50,000.
- Second: Standard Security in favour of Scottish & Newcastle
plc (over Inverness Caledonian Social Club) to the
extent of £70,500.
- Third: The said Standard Security in favour of the Bank of
Scotland and the said Standard Security in favour of
Scottish & Newcastle plc pari passu, 70% to the Bank of
Scotland and 30% to Scottish & Newcastle plc.
- Fourth: The Floating Charge in favour of the Bank of Scotland
(but so that the sums recoverable thereunder shall not,
together with the sums recoverable under the said
Standard Security in favour of the Bank of Scotland,
exceed £50,000).
- Fifth: The Floating Charge in favour of Scottish & Newcastle plc
(but so that the sums recoverable thereunder shall not,
together with the sums recoverable under the said
Standard Security in favour of Scottish & Newcastle plc
exceed the sum of £70,500).
- Sixth: The Floating Charge in favour of the Bank of Scotland
and the Floating Charge in favour of Scottish & Newcastle
plc pari passu 70% to the Bank of Scotland and 30% to
Scottish & Newcastle 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

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legibly, preferably
in black type, or
bold block lettering

Signed *Walter Marshall* Date 10th November 1997
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.

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



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

Company number 149117

I hereby certify that particulars of an instrument of alteration dated
7 NOVEMBER 1997

was delivered pursuant to section 410 of the Companies Act, 1985,
on 11 NOVEMBER 1997.

The instrument relates to a charge created on 26 JUNE 1996

by INVERNESS THISTLE AND CALEDONIAN F.C 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
12 NOVEMBER 1997

D. Brooks
For Registrar of Companies



N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC149117 CHARGE: 6

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
04/07/1996		26/ 6/96 BOND & FLOATING CHARGE		ALL SUMS DUE, OR TO BECOME DUE	THE WHOLE ASSETS OF THE COMPANY	THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC149117 CHARGE: 6

(8)	(9)	(10)	(11)	(12)		
				Receiver		
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 <i>pari passu</i> with the floating charge.	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.	Amount or rate per cent of the Commission Allowance or discount	Memoranda of Satisfaction	Name	Date of Appointment	Date of Ceasing to act
COMPANY ARE EXPRESSLY PROHIBITED FROM CREATING SUBSEQUENT FIXED SECURITY HAVING PRIORITY OVER OR RANKING EQUALLY WITH THE FLOATING CHARGE						

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC149117 CHARGE: 6

Instruments of Alteration to a Floating Charge					
(13) Date of Execution	(14) Names of the persons who have executed the instrument	(15) 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 <i>pari passu</i> with, the floating charge.	(16) The provisions, if any, varying or otherwise regulating the order of the ranking of the floating charge in relation to fixed securities or to other floating charges.	(17) Short particulars of any property released from the floating charge	(18) The amount, if any, by which the amount secured by the floating charge has been increased. £
	SCOTTISH & NEWCASTLE PLC THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND INVERNESS THISTLE AND CALEDONIAN F.C. PLC				