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

47

(Scot.)

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

Please do not write in this binding margin

For official use

Company Number

98

16876

Name of Company

THE "RED BAND" CHEMICAL COMPANY Limited*

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

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 2)

Floating Charge by the Company dated 13th December 1984

*delete if inappropriate

Amount secured by the mortgage or charge

All sums and obligations due or to become due from time to time by the Company to Clydesdale Bank Public Limited Company.

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

Clydesdale Bank Public Limited Company
29 George Street
EDINBURGH

For official use
Mortgage Section

Post room

9258

COMPANY REGISTERED
21 DECEMBER
MM 1984

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

The whole of the property which is, or may be, from time to time comprised in the Company's property and undertaking, including its uncalled capital for the time being.

The Instrument contains the following provisions:-

(1) Except as herein otherwise provided or as may hereafter be otherwise agreed in writing by the Bank, the floating charge hereby created shall rank in priority to any fixed security as defined in the Companies (Floating Charges and Receivers) (Scotland) Act, 1972, or any statutory amendment or re-enactment thereof for the time being in force (which Act as so amended or re-enacted is hereinafter referred to as 'the said Act') and any other floating charge, being a fixed security or floating charge which shall have been created by us after our execution hereof

(2) Without the previous consent in writing of the Bank we shall not be entitled or at liberty to create or grant any such fixed security or floating charge or any other security, mortgage or charge affecting our assets or any part thereof, heritable or moveable, or to sell, dispose of or deal with, otherwise than in the ordinary course of our business and for the purpose of carrying on the same, our book or other debts, securities for money or any other part of our assets, heritable or moveable, declaring that the sale or assignation or other disposal of any such debts or securities in connection with the factoring or discounting thereof shall not be deemed to be in the ordinary course of business, and

(3) Any such fixed security already subsisting in favour of the Bank or which may at any time hereafter be granted by us in favour of the Bank shall rank in priority to the floating charge hereby created.

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

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

Clydesdale Bank Public Limited Company, incorporated under the Companies Acts and having their Registered Office at Thirty Saint Vincent Place, Glasgow, Strathclyde.

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

Nil

Signed [Signature] Date 13/12/84

Designation of position in relation to the company Accountant

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 (Regulation 6 of the Companies (Forms) Regulations 1979, SI 1979/1547 refers).



CERTIFICATE OF THE REGISTRATION OF A CHARGE

I hereby certify that a charge created on the **13 December 1984**
by **THE "RED BAND" CHEMICAL COMPANY LIMITED**
in favour of **CLYDESDALE BANK PUBLIC LIMITED COMPANY**
for securing **all sums due or to become due**

was registered pursuant to section 106A of the Companies Act, 1948, on
the **21 December 1984**

Given under my hand at Edinburgh the **3 January 1985**

No. **16876/98**

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
(Address overleaf - Note 5)

For official use

Company number

12

16876

Name of company

* THE RED BAND CHEMICAL COMPANY, LIMITED

Date of creation of the charge (note 1)

13th JULY 1993

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

Standard Security

Amount secured by the charge

All sums and obligations due or to become due from time to time by
the Company to Clydesdale Bank plc.

Names and addresses of the persons entitled to the charge

Clydesdale Bank plc, 30 St Vincent Place, Glasgow

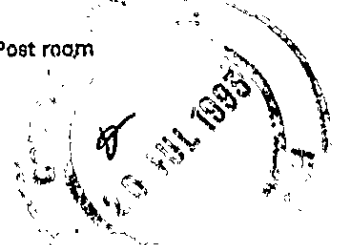
Public Limited Company

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

J & R A Robertson W.S.
15 Great Stuart Street
EDINBURGH EH3 7TS
RE Box ED 46 ADS
tel: 031 225 5095

For official Use
Charges Section

Post room



Short particulars of all the property charged.

Number Five, Five a and Four Oliver Place, Hawick

Please do not
write in
this margin

Please complete
legibly, preferably
in black type, or
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)

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

Signed

J. A. R. Robertson

Date 19/7/93

On behalf of [company][chargee]† Clydesdale Bank plc

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

† delete as appropriate



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company Number

16876

I hereby certify that a charge created by

"RED" BAND CHEMICAL COMPANY, LIMITED

on

13 July 1993

for securing

all sums due or to become due

in favour of

Clydesdale Bank Public Limited Company

was delivered pursuant to section 410 of the Companies Act,

1985, on

20 July 1993

Signed at Edinburgh

21 July 1993

Stuart S Smith
for Registrar of Companies