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

410

**CHFP004 A fee of £10 is payable to Companies House in
Respect of each register entry for a mortgage or
charge**

Please do not write in this margin Pursuant to section 410 of the Companies Act 1985

Please complete To the Registrar of Companies
legibly, preferably (Address overleaf - Note 6)
in black type, or
bold block lettering

For official use

Company number

	2	6
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SC206930

Name of company

*insert full name of Company

*THE EDINBURGH SCHOOLS PARTNERSHIP LIMITED
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Date of creation of the charge (Note 1)

30 DECEMBER 2004

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

STANDARD SECURITY


Amount secured by the charge

All sums due or to become due under the Common Terms Agreement dated 15 November 2001 as amended by the Supplemental Agreement dated 13 February 2003, a Supplemental Agreement dated 6 April 2004 and a Supplemental Agreement dated on or around the date of the Standard Security and made between, <i>inter alia</i> , the Security Trustee and the Company.
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Names and addresses of the persons entitled to the charge

The Governor & Company of the Bank of Scotland
The Mound
Edinburgh

Presentor's name address telephone
Number and reference (if any):
MacRoberts
Excel House
30 Seiple Street, Edinburgh EH3 8BL
DX: ED207 Edinburgh
(Ref: CVS/GAC/EDI/16/8
Tel: 0131 229 5046

For official Use	
Charges Section	Post room
 SCT 87AK723M 1919 COMPANIES HOUSE 20/01/05	

Short particulars of all the property charged.

ALL and WHOLE the Subjects in the City of Edinburgh and County of Midlothian extending to 0.685 hectares or thereby bounded on the south partly by Moredunvale Bank in the City of Edinburgh registered in the Land Register of Scotland Title Number 13829.

Please do not write in This margin

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)

Not applicable

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

Not applicable

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed Ma Roberts Date 20.1.05
On behalf of company

* Delete as appropriate

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. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:-

Companies House
37 Castle Terrace
Edinburgh EH1 2EB

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number 206930

I hereby certify that a charge created by

THE EDINBURGH SCHOOLS PARTNERSHIP LIMITED

on 30 DECEMBER 2004

for securing

ALL SUMS DUE UNDER THE COMMON TERMS AGREEMENT DATED 15 NOVEMBER 2001 AS AMENDED BY THE SUPPLEMENTAL AGREEMENT DATED 13 FEBRUARY 2003, A SUPPLEMENTAL AGREEMENT DATED 6 APRIL 2004 AND A SUPPLEMENTAL AGREEMENT DATED 17 DECEMBER 2004

in favour of

THE GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND

was delivered pursuant to section 410 of the Companies Act, 1985,
on 20 JANUARY 2005 given at Companies House, Edinburgh
24 JANUARY 2005



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E