

**PLEASE READ THE GENERAL INSTRUCTIONS AND GUIDANCE NOTES PRIOR
TO COMPLETING THIS FORM**

ASSETCO PLC

SCHEME OF ARRANGEMENT UNDER PART 26 OF THE COMPANIES ACT 2006

CLAIM FORM

General Instructions

1. This is a Claim Form, as referred in the AssetCo plc scheme of arrangement (the “Scheme”), which came into effect on 29 September 2011. This form is to be used by Scheme Creditors (as that term is defined in the Scheme) in order to submit a claim in the Scheme.
2. Terms used in this document which are not defined in this document (e.g. “Scheme Payment” and “Scheme Supervisors”, both referred to below) have the same meanings as are given to them in the Scheme.
3. As stated in the Scheme, in order to be entitled to any Scheme Payments under the Scheme, you must complete a Claim Form and submit it to the Scheme Supervisors so that it arrives on or before the Bar Date, which is 28 December 2011.
4. Before completing this Claim Form please read the guidance notes at Part C of this Claim Form.
5. If necessary, please use additional sheets of paper to provide further information. If you do use additional sheets of paper, please ensure that each one is securely fastened to your Claim Form, each one is clearly marked with the name of the Scheme Creditor and the words “Claim Form – additional information”, and also that it is clear to which question(s) that additional information relates.

**IN ADDITION TO COMPLETING THIS CLAIM FORM, PLEASE PROVIDE FULL
DOCUMENTATION TO EVIDENCE THE NATURE VALIDITY AND VALUE OF YOUR SUBMITTED
SCHEME CLAIM(S).**

Part A – General Details

- 1. NAME OF SCHEME CREDITOR⁽ⁱ⁾

- 2. ADDRESS OF SCHEME CREDITOR⁽ⁱⁱ⁾

- 3. CONTACT NAME⁽ⁱⁱⁱ⁾

- 4. CONTACT EMAIL ADDRESS

- 5. CONTACT TELEPHONE NUMBER(S)

- 6. CONTACT FAX NUMBER

To be signed below by the Scheme Creditor or a duly authorised individual on behalf of a Scheme Creditor. If you are a duly authorised representative, agent or attorney, of a Scheme Creditor, please enter the capacity in which you have signed the form (for example director, partner or agent and/or attorney) below.

A signature on this form shall constitute the giving of a warranty that:

- (a) the signatory has been duly authorised by the relevant Scheme Creditor to sign the form on its behalf; and
- (b) all of the information you have provided on this Claim Form, and any additional information you have provided with it, is true and accurate to the best of your knowledge and belief.

<p>PRINT NAME:</p> <p>POSITION:</p> <p>SIGNATURE:</p>	<p>DATE:</p>
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PART B – Claim Details

- 1 PLEASE DESCRIBE THE NATURE OF EACH SUBMITTED SCHEME CLAIM AND HOW IT AROSE (E.G. THE CONTRACT / AGREEMENT UNDER WHICH IT ARISES): ^(iv)**

- 2 DATE THAT THE SUBMITTED SCHEME CLAIM WAS INCURRED:**

- 3 PLEASE STATE THE TOTAL VALUE OF YOUR SUBMITTED SCHEME CLAIM AS AT THE RECORD DATE, INCLUDING THE SPLIT BETWEEN PRINCIPAL, INTEREST AND ANY OTHER CONSTITUENT AMOUNTS: ^(v)**

- 4 PLEASE STATE THE LEGAL BASIS OF YOUR CLAIM AGAINST THE COMPANY: ^(vi)**

- 5 IS ANY PARTY JOINTLY LIABLE FOR THE SUBMITTED SCHEME CLAIM? IF SO, PLEASE IDENTIFY THE PARTY(IES) IN QUESTION AND SPECIFY THE NATURE OF THE CLAIM AGAINST EACH ONE:**

- 6 PLEASE STATE ANY OTHER FACTS OF WHICH YOU ARE AWARE WHICH WOULD ASSIST THE SCHEME SUPERVISORS IN CONSIDERING THE SUBMITTED SCHEME CLAIM: ^(vii)**

- 7 PLEASE DETAIL ANY SECURITY WHICH YOU CONSIDER HAS BEEN GRANTED BY THE COMPANY IN RESPECT OF YOUR SUBMITTED SCHEME CLAIM:**

HOW TO SUBMIT THIS CLAIM FORM

On completing this Claim Form, please send it, together with any additional material you are providing with it, by one of the following methods:

- (a) by hand to Robert Jonathan Hunt and David Christian Chubb, the Scheme Supervisors of AssetCo plc, PricewaterhouseCoopers LLP, 7 More London Riverside, London SE1 2RT;
- (b) by post to Robert Jonathan Hunt and David Christian Chubb, the Scheme Supervisors of AssetCo plc, PricewaterhouseCoopers LLP, 7 More London Riverside, London SE1 2RT;
- (c) by fax, marked for the attention of Robert Jonathan Hunt and David Christian Chubb, the Scheme Supervisors of AssetCo plc, on fax number 020 7212 7500; or
- (d) by email to assetco.scheme@uk.pwc.com.

TO BE CONSIDERED, YOUR CLAIM FORM MUST ARRIVE ON OR BEFORE THE BAR DATE, BEING 28 DECEMBER 2011.

Part C – Guidance notes

- (i) The name of the Scheme Creditor should be the full legal name of the Scheme Creditor including (if relevant) its company number.
- (ii) If the Scheme Creditor is a company then the address given should be its registered address or the place to which correspondence should be directed. If the Scheme Creditor is an individual then the address given should be their home address or the place to which correspondence should be directed.
- (iii) Please give the name of the person for whose attention correspondence relating to the Scheme Claim should be directed.
- (iv) The description of the nature of the Submitted Scheme Claim and how it arose should describe the circumstances giving rise to the Submitted Scheme Claim in sufficient detail for the Scheme Supervisors to determine the validity of the Submitted Scheme Claim and its amount. This should include, for example, the date on which any relevant agreement was signed and the date and location of any relevant events.

Scheme Supervisors may request further information from Scheme Creditors in relation to any Submitted Scheme Claims.

- (v) Please explain the value given to the Submitted Scheme Claim.

The value of the Submitted Scheme Claim should be expressed in Sterling unless the Submitted Scheme Claim arising in another currency. If the Submitted Scheme Claim arises in another currency then you should explain why it does, and express the value of the claim in the relevant currency.

If the Submitted Scheme Claim is the sum of a number of amounts (e.g. a principal amount, plus interest), then you should state what those constituent amounts are and what they represent. Other amounts could include, for example, lease rental obligations, dilapidations claims, VAT etc.

Where insufficient space has been provided to detail all the components of your claim, such as is likely to be the case for complex leasehold liability claims, please provide your calculations and assumptions on additional sheets of paper securely fastened to your Claim Form, clearly marked on each one with the name of the Scheme Creditor and the words “Claim Form – additional information”, and make clear to which question this additional information relates.

- (vi) When stating the legal basis of the Liability of the Company, you should explain the legal nature of the claim that the Scheme Creditor is making, e.g. “claim for a debt owed under a credit facility” or “claim for breach of contract”.
- (vii) In addition to stating any other facts of which you are aware which would assist the Scheme Supervisors in considering the Submitted Scheme Claim, you should provide any evidence you have which supports the Submitted Scheme Claim.

PLEASE PROVIDE FULL DOCUMENTATION IN SUPPORT OF THE SUBMITTED SCHEME CLAIM(S).