



Registration of a Charge

Company name: **HOWDEN INSURANCE BROKERS LIMITED**

Company number: **00203500**



X46WLR16

Received for Electronic Filing: **07/05/2015**

Details of Charge

Date of creation: **29/04/2015**

Charge code: **0020 3500 0007**

Persons entitled: **MORGAN STANLEY SENIOR FUNDING, INC.**

Brief description: **ALL INTELLECTUAL PROPERTY, MEANING ANY PATENT, TRADEMARKS, SERVICE MARKS, DESIGNS, BUSINESS NAMES, COPYRIGHTS, DATABASE RIGHTS, ETC. AND THE BENEFIT OF ALL APPLICATIONS AND RIGHTS TO USE SUCH ASSETS OF EACH CHARGOR**

Contains fixed charge(s).

Contains floating charge(s) (floating charge covers all the property or undertaking of the company).

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC**

**COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION
FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL
INSTRUMENT.**

Certified by:

SIMPSON THACHER & BARTLETT LLP (ANNA CUMMING)



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 203500

Charge code: 0020 3500 0007

The Registrar of Companies for England and Wales hereby certifies that a charge dated 29th April 2015 and created by HOWDEN INSURANCE BROKERS LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 7th May 2015 .

Given at Companies House, Cardiff on 8th May 2015

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

Simpson Thacher & Bartlett LLP
6/5/15

EXECUTION VERSION

ACCESSION DEED

THIS ACCESSION DEED is made on 29 April 2015

BETWEEN

- (1) EACH COMPANY LISTED IN SCHEDULE 1 (each an "Acceding Company");
- (2) HYPERION INSURANCE GROUP LIMITED a limited liability company, incorporated in England and Wales with registered number 2937398 (the "Company"); and
- (3) MORGAN STANLEY SENIOR FUNDING, INC. (as Collateral Agent for the Secured Parties (as defined below)) (the "Collateral Agent").

BACKGROUND

This Accession Deed is supplemental to a debenture dated 29 April 2015 and made between (1) the Chargors named in it and (2) the Collateral Agent (the "Debenture").

IT IS AGREED:

1. DEFINITIONS AND INTERPRETATION

(a) Definitions

Terms defined in, or construed for the purposes of, the Debenture have the same meanings when used in this Accession Deed including the recital to this Accession Deed (unless otherwise defined in this Accession Deed).

(b) Construction

Clause 1.2 (*Interpretation*) of the Debenture applies with any necessary changes to this Accession Deed as if it were set out in full in this Accession Deed.

2. ACCESSION OF THE ACCEDING COMPANY

(a) Accession

Each Acceding Company:

- (i) unconditionally and irrevocably undertakes to and agrees with the Collateral Agent to observe and be bound by the Debenture; and
- (ii) creates and grants at the date of this Deed the charges, mortgages, assignments and other security which are stated to be created or granted by the Debenture,

as if it had been an original party to the Debenture as one of the Chargors.

(b) Covenant to pay

Without prejudice to the generality of clause 2(a) (*Accession*), each Acceding Company (jointly and severally with the other Chargors and each other Acceding Company), covenants in the terms set out in clause 2 (*Covenant to Pay*) of the Debenture.

(c) Charge and assignment

Without prejudice to the generality of clause 2(a) (*Accession*), each Acceding Company with full title guarantee, charges and assigns (and agrees to charge and assign) to the Collateral Agent for the payment and discharge of the Obligations, all its right, title and interest in and to the property, assets and undertaking owned by it or in which it has an interest, on the terms set out in clauses 3 (*Grant of Security*), 4 (*Fixed Security*) and 5 (*Floating Charge*) of the Debenture including (without limiting the generality of the foregoing):

- (i) by way of first legal mortgage all the freehold Real Property (if any) vested in or charged to the Acceding Company (including, without limitation, the property specified against its name in part 1 of schedule 2 (*Details of Security Assets owned by Acceding Company*) (if any));
- (ii) by way of first fixed charge:
 - (A) all the Charged Securities (including, without limitation, those specified against its name in part 2 of schedule 2 (*Details of Security Assets owned by Acceding Company*) (if any)); together with
 - (B) all Related Rights from time to time accruing to them;
- (iii) by way of first fixed charge each of its Collection Accounts and its Other Accounts (including, without limitation, those specified against its name in Part 3 of Schedule 2 (*Details of Security Assets owned by Acceding Company*) and all monies at any time standing to the credit of such accounts;
- (iv) by way of first fixed charge all Intellectual Property; and
- (v) by way of absolute assignment the Insurances and all claims under the Insurances and all proceeds of the Insurances.

(d) **Consent**

Pursuant to clause 19.3 (*Accession Deed*) of the Debenture, the Company (as agent for itself and the existing Chargors):

- (i) consents to the accession of each Acceding Company to the Debenture on the terms of this Accession Deed; and
- (ii) agrees that the Debenture shall, after the date of this Accession Deed, be read and construed as if each Acceding Company had been named in the Debenture as a Chargor.

3. **CONSTRUCTION OF DEBENTURE**

This Accession Deed shall be read as one with the Debenture so that all references in the Debenture to "*this Deed*" and similar expressions shall include references to this Accession Deed.

4. **THIRD PARTY RIGHTS**

A person who is not a party to this Accession Deed has no right under the Contracts (Rights of Third Parties) Act 1999 to enforce or enjoy the benefit of any term of this Accession Deed.

5. **NOTICE DETAILS**

Notice details for each Acceding Company are those identified with its name below.

6. COUNTERPARTS

This Accession Deed may be executed in any number of counterparts, and this has the same effect as if the signatures (and seals, if any) on the counterparts were on a single copy of this Accession Deed.

7. GOVERNING LAW

This Accession Deed and any non-contractual obligations arising out of or in connection with it shall be governed by English law.

IN WITNESS of which this Accession Deed has been duly executed by each Acceding Company and the Company as a deed and duly executed by the Collateral Agent and has been delivered on the first date specified on page 1 of this Accession Deed by each Acceding Company and the Company.

SCHEDULE 1 TO THE ACCESSION DEED

The Acceding Companies

Name of Acceding Company	Registration Number
Aqueduct Underwriting Limited	07189728
Clinical Trials Insurance Services Limited	07545894
DCR (PI) Limited	06404570
DCR Holdings Limited	04119551
DUAL Asset Underwriting Limited	08494511
DUAL Corporate Risks Limited	04160680
DUAL International Limited	03540129
DUAL International Underwriting Limited	04821204
DUAL Marine & Energy Holdings Limited	09347638
DUAL Overseas Investments Limited	03983245
Group Central Services Limited	09040301
HIG Services Limited	02937399
Howden Construction Risks Limited	09347642
Howden Employee Benefits Limited	07927677
Howden Fine Art Limited	09347634
Howden Insurance Brokers Limited	00203500
Howden (NA2) Limited	07872690
Howden North American Property & Casualty Limited	03671042
Howden Private Clients Limited	09143308
Howden Property Insurance Services Limited	03983232
Hyperion Development UK Limited	09348999
Hyperion Marine Holdings Limited	08370177

Name of Acceding Company	Registration Number
Ostrakon Capital (2) Limited	00945878
Powell Bateson Holdings Limited	07316317
Powell Bateson Limited	07142031
R K Harrison Group Limited	00725875
R K Harrison Holdings Limited	03612207
R K Harrison Insurance Brokers Limited	06720048
R K Harrison Insurance Services Limited	06719831
R K Harrison Reinsurance Brokers Limited	06927187
Tamesis DUAL Limited	07745819
Windsor Limited	05988389
Windsor Partners Limited	05988409
Windsor Partners LLP	OC325427
Windsor Properties Ltd.	02460924
Windsor Trustees Limited	00468179
FP Group Limited (BVI)	111698
FP International Holdings Limited (BVI)	1027719

SCHEDULE 2 TO THE ACCESSION DEED

Details of Security Assets owned by the Acceding Companies

Part 1 - Real Property

Registered land				
Chargor	Address	Administrative area		Title number
Unregistered land				
Chargor	Address	Document describing the Real Property		
		Date	Document	Parties

Part 2 - Charged Securities

Company	Name of company in which shares are held	Class of shares held	Number of shares held	Number of shares issued
DUAL International Limited	DCR (FI) Limited			
DUAL International Limited	DCR Holdings Limited			
DUAL International Limited	DUAL Asset Underwriting Limited			
DUAL International Limited	DUAL International Underwriting Limited			
DUAL International Limited	DUAL Overseas Investments Limited			
DUAL International Limited	Tamesis DUAL Limited			
DUAL International Limited	DUAL Marine & Energy Holdings Limited			
DCR Holdings Limited	DUAL Corporate Risks			
Ostrakon Capital (2) Limited	Windsor Properties Ltd.			
Ostrakon Capital (2) Limited	Windsor Trustees Limited			
Powell Bateson Holdings Limited	Powell Bateson Limited			
R K Harrison Holdings Limited	Aqueduct Underwriting Limited			
R K Harrison Holdings Limited	R K Harrison Group Limited			
R K Harrison Holdings Limited	Group Central Services Limited			
R K Harrison Group Limited	R K Harrison Insurance Brokers Limited			

Company	Name of company in which shares are held	Class of shares held	Number of shares held	Number of shares issued
R K Harrison Group Limited	R K Harrison Insurance Services Limited			
R K Harrison Group Limited	R K Harrison Reinsurance Brokers Limited			
Windsor Limited	Ostrakon Capital (2) Limited			

Part 3 - Charged Accounts

Accounts			
Account Holder	Account Number	Account Bank	Account bank branch address and sort code
Aqueduct Underwriting Limited			
Aqueduct Underwriting Limited			
DUAL Asset Underwriting Limited			
DUAL Corporate Risks Limited			
DUAL Corporate Risks Limited			
DUAL International Limited			
DUAL International Limited			
DUAL International Limited			
DUAL International Limited			
DUAL International Underwriting Limited			
DUAL International Underwriting Limited			

Accounts			
DUAL International Underwriting Limited			
DUAL International Underwriting Limited			
Group Central Services Limited			
HIG Services Limited			
HIG Services Limited			
Howden Employee Benefits Limited			
Howden Employee Benefits Limited			
Howden Insurance Brokers Limited			
Howden Insurance Brokers Limited			
Howden Insurance Brokers Limited			
Howden Insurance Brokers Limited			
Howden Insurance Brokers Limited			
Howden Insurance Brokers Limited			
Howden Insurance Brokers Limited			
Howden Insurance			

Accounts			
Brokers Limited			
Howden North American Property & Casualty Limited			
Howden North American Property & Casualty Limited			
Howden North American Property & Casualty Limited			
Howden North American Property & Casualty Limited			
Howden Property Insurance Services Limited			
Howden Property Insurance Services Limited			
Howden Property Insurance Services Limited			
Howden Property Insurance Services Limited			
Powell Bateson Limited			
R K Harrison Group Limited			
R K Harrison Group Limited			
R K Harrison Group			

Accounts			
Limited			
R K Harrison Group Limited			
R K Harrison Holdings Limited			
R K Harrison Holdings Limited			
Tamesis DUAL Limited			
Windsor Limited			
Windsor Limited			
Windsor Partners Limited			
Windsor Partners Limited			
Windsor Partners Limited			
Windsor Partners Limited			
Windsor Properties Ltd.			

EXECUTION PAGES OF THE ACCESSION DEED

THE COMPANY

EXECUTED AS A DEED

By: **HYPERION INSURANCE GROUP LIMITED**

)
)
)

Eric Fady

Signature of Director

Name of Director

in the presence of:

[REDACTED]

Signature of witness

PATRICK BRENDON

Name of witness

110 FELTER LANE

Address of witness

EC4A 1AY

Address: 16 Eastcheap
London
EC3M 1BD

THE ACCEDING COMPANIES

EXECUTED AS A DEED

By: **AQUEDUCT UNDERWRITING LIMITED**

)
)
)

[REDACTED]

Signature of Director

Dominic Collins

in the presence of:

[REDACTED]

Signature of witness

Patrick Brendon

Name of witness

110 Felter Lane, EC4A 1AY

Address of witness

Address: 155 Fenchurch Street
London EC3M 6AL

EXECUTED AS A DEED
By: CLINICAL TRIALS INSURANCE
SERVICES LIMITED

)
)
)
)

[Redacted Signature]

Signature of Director

Rinku Patel

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: 4 Lloyd's Avenue
London
EC3N 3ED

EXECUTED AS A DEED
By: DCR (FI) LIMITED

)
)
)

[Redacted Signature]

Signature of Director

Andrew Elston

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: First Floor Bankside House
107-112 Leadenhall Street
LONDON
EC3A 4AF

EXECUTED AS A DEED
By: DCR HOLDINGS LIMITED

)
)
)

[Redacted Signature]

Signature of Director

Andrew Elston

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: First Floor Bankside House
107-112 Leadenhall Street
LONDON
EC3A 4AF

EXECUTED AS A DEED
By: DUAL ASSET UNDERWRITING LIMITED

)
)
)

[Redacted Signature]

Signature of Director

Andrew Elston

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

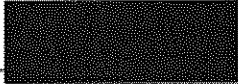
16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: First Floor Bankside House
107-112 Leadenhall Street
LONDON
EC3A 4AF

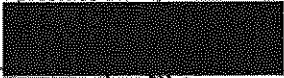
EXECUTED AS A DEED
By: DUAL CORPORATE RISKS LIMITED



Andrew Elston

)
)
)
Signature of Director
Name of Director

in the presence of:

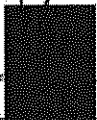


MATT BLAKE
16 EASTCHEAP
LONDON EC3M 1BD

Signature of witness
Name of witness
Address of witness

Address: First Floor Bankside House
107-112 Leadenhall Street
LONDON
EC3A 4AF


EXECUTED AS A DEED
By: DUAL INTERNATIONAL LIMITED



Eric Fady

)
)
)
Signature of Director
Name of Director

in the presence of:



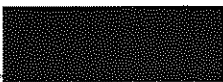
MIA HATFIELD
110 FETTER LANE, LONDON, E4A 1AY

Signature of witness
Name of witness
Address of witness

Address: First Floor Bankside House
107-112 Leadenhall Street
LONDON
EC3A 4AF

EXECUTED AS A DEED
By: DUAL INTERNATIONAL
UNDERWRITING LIMITED


)
)
)
)



Andrew Elston

Signature of Director
Name of Director

in the presence of:




MATT BLAKE
16 EASTCHEAP
LONDON EC3M 1BD

Signature of witness
Name of witness
Address of witness

Address: First Floor Bankside House
107-112 Leadenhall Street
LONDON
EC3A 4AF

EXECUTED AS A DEED
By: DUAL OVERSEAS INVESTMENTS LIMITED

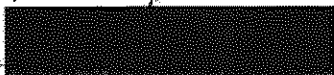
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Andrew Elston

Signature of Director
Name of Director

in the presence of:



MATT BLAKE
16 EASTCHEAP
LONDON EC3M 1BD

Signature of witness
Name of witness
Address of witness

Address: First Floor Bankside House
107-112 Leadenhall Street
LONDON
EC3A 4AF

EXECUTED AS A DEED

By: GROUP CENTRAL SERVICES LIMITED

[Redacted Signature]

)
)
)

Signature of Director

Dominic Collins

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

Patrick Brendon

Name of witness

110 Fetter Lane, EC4A 1AY

Address of witness

Address: One Whittington Avenue
London EC3V 1LE

EXECUTED AS A DEED

By: HIG SERVICES LIMITED

[Redacted Signature]

)
)
)

Signature of Director

Eric Fady

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MIA HATFIELD

Name of witness

110 FETTER LANE, LONDON,
EC4A 1AY

Address of witness

Address: 16 Eastcheap
London
EC3M 1BD

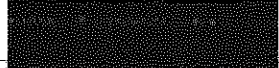
EXECUTED AS A DEED
By: HOWDEN (NA2) LIMITED


Rinku Patel

)
)
)
Signature of Director

Name of Director

in the presence of:


MATT BLAKE
16 EASTCHEAP
LONDON EC3M 1BD

Signature of witness

Name of witness

Address of witness

Address: 16 Eastcheap
London
EC3M 1BD


EXECUTED AS A DEED
By: ~~HOWDEN NORTH AMERICAN~~
~~PROPERTY & CASUALTY LIMITED~~


Adrian Colosso

)
)
)
)
Signature of Director

Name of Director

in the presence of:


PATRICK BRENDON
110 FETTER LANE
EC4A 1AY

Signature of witness

Name of witness

Address of witness

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED
By: HOWDEN EMPLOYEE BENEFITS
LIMITED

[Redacted Signature]

)
)
)
)

Signature of Director

Rinku Patel

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED
By: HOWDEN INSURANCE BROKERS
LIMITED

[Redacted Signature]

)
)
)
)

Signature of Director

Rinku Patel

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED
By: HOWDEN PRIVATE CLIENTS LIMITED

[Redacted Signature]

)
)
)

Signature of Director

Rinku Patel

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED
By: HOWDEN PROPERTY INSURANCE
SERVICES LIMITED

[Redacted Signature]

)
)
)
)

Signature of Director

Adrian Colosso

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

PATRICK BRENDON

Name of witness

110 FETTER LANE

Address of witness

EC4A 1AY

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED
By: HYPERION DEVELOPMENT UK LIMITED)
)

Eric Fady

Signature of Director

Name of Director

in the presence of:

[REDACTED]

Signature of witness

MIA HATFIELD

Name of witness

110 FETTER LANE, LONDON,

Address of witness

EC4A 1AY

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED
By: HYPERION MARINE HOLDINGS LIMITED)
)

Eric Fady

Signature of Director

Name of Director

in the presence of:

[REDACTED]

Signature of witness

MIA HATFIELD

Name of witness

110 FETTER LANE, LONDON,

Address of witness

EC4A 1AY

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED
By: OSTRAKON CAPITAL (2) LIMITED

)
)
)

[Redacted Signature]

Signature of Director

Rinku Patel

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: 71 Fenchurch Street
London
EC3M 4BS

EXECUTED AS A DEED
By: POWELL BATESON HOLDINGS LIMITED

)
)
)

Signature of Director

Name of Director

in the presence of:

Signature of witness

Name of witness

Address of witness

Address: Suite 30A First Floor
Port of Liverpool Building
Pier Head, Liverpool
Merseyside
L3 1BY

EXECUTED AS A DEED
By: OSTRAKON CAPITAL (2) LIMITED

)
)
)

Signature of Director

Name of Director

in the presence of:

Signature of witness

Name of witness

Address of witness

Address: 71 Fenchurch Street
London
EC3M 4BS

EXECUTED AS A DEED
By: POWELL BATESON HOLDINGS LIMITED

)
)
)

Signature of Director

Name of Director

ELIOT POWELL

in the presence of:

Signature of witness

Name of witness

Address of witness

ANISCH J. HATCH

1 MACCLESWOOD CLOSE

LEOY, WARRAZ - CH61 3KY

Address: Suite 30A First Floor
Port of Liverpool Building
Pier Head, Liverpool
Merseyside
L3 1BY

EXECUTED AS A DEED
By: POWELL BATESON LIMITED

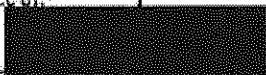
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)



KBATESON

Signature of Director
Name of Director

in the presence of:



Matt Blakes
16 Eastcheap
London EC3M 1BD

Signature of witness
Name of witness
Address of witness

Address: Suite 30A First Floor
Port of Liverpool Building
Pier Head, Liverpool
Merseyside
L3 1BY

EXECUTED AS A DEED
By: R K HARRISON GROUP LIMITED

)
)
)

Signature of Director
Name of Director

in the presence of:

Signature of witness
Name of witness
Address of witness

Address: 1 Whittington Avenue
London
EC3V 1LE

EXECUTED AS A DEED
By: **POWELL BATESON LIMITED**

)
)
)

Signature of Director

Name of Director

in the presence of:

Signature of witness

Name of witness

Address of witness

Address: Suite 30A First Floor
Port of Liverpool Building
Pier Head, Liverpool
Merseyside
L3 1BY

EXECUTED AS A DEED
By: **R K HARRISON GROUP LIMITED**

)
)
)

Signature of Director

Dominic Collins

Name of Director

in the presence of:

Signature of witness

Patrick Brendon

Name of witness

110 Fetter Lane, EC4A 1AY

Address of witness

Address: 1 Whittington Avenue
London
EC3V 1LE

EXECUTED AS A DEED
By: R K HARRISON HOLDINGS LIMITED

)
)
)

[Redacted Signature]

Signature of Director

Dominic Collins

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

Patrick Brendon

Name of witness

110 Fetter Lane, EC4A 1AY

Address of witness

Address: 1 Whittington Avenue
London
EC3V 1LE

EXECUTED AS A DEED
By: R K HARRISON INSURANCE
BROKERS LIMITED

)
)
)
)

[Redacted Signature]

Signature of Director

Dominic Collins

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

Patrick Brendon

Name of witness

110 Fetter Lane, EC4A 1AY

Address of witness

Address: 1 Whittington Avenue
London
EC3V 1LE

EXECUTED AS A DEED
By: R K HARRISON INSURANCE
SERVICES LIMITED

)
)
)
)

[Redacted Signature]

Signature of Director

Dominic Collins

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

Patrick Brendon

Name of witness

110 Fetter Lane, EC4A 1AY

Address of witness

Address: 1 Whittington Avenue
London
EC3V 1LE

EXECUTED AS A DEED
By: R K HARRISON REINSURANCE
BROKERS LIMITED

)
)
)
)

[Redacted Signature]

Signature of Director

Dominic Collins

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

Patrick Brendon

Name of witness

110 Fetter Lane, EC4A 1AY

Address of witness

Address: 1 Whittington Avenue
London
EC3V 1LE

EXECUTED AS A DEED
By: TAMESIS DUAL LIMITED

[Redacted Signature]

Andrew Elston

)
)
)

Signature of Director
Name of Director

in the presence of:

[Redacted Signature]

MATT BLAKE
16 EASTCHEAP
LONDON EC3M 1BD

Signature of witness
Name of witness
Address of witness

Address: First Floor Bankside House
107-112 Leadenhall Street
London

EXECUTED AS A DEED
By: WINDSOR LIMITED

[Redacted Signature]

Rinku Patel

)
)
)

Signature of Director
Name of Director

in the presence of:

[Redacted Signature]

MATT BLAKE
16 EASTCHEAP
LONDON EC3M 1BD

Signature of witness
Name of witness
Address of witness

Address: 71 Fenchurch Street
London
EC3M 4BS

EXECUTED AS A DEED
By: WINDSOR PARTNERS LIMITED

[Redacted Signature]

)
)
)

Signature of Director

Rinku Patel

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: 71 Fenchurch Street
London
EC3M 4BS

EXECUTED AS A DEED
By: WINDSOR PARTNERS LLP

[Redacted Signature]

)
)
)

Signature of Director

Rinku Patel

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: 71 Fenchurch Street
London
EC3M 4BS

EXECUTED AS A DEED
By: WINDSOR PROPERTIES LTD.

[Redacted Signature]

Rinku Patel

)
)
)

Signature of Director

Name of Director

in the presence of:

[Redacted Signature]

MATT BLAKE

16 EASTCHEAP

LONDON EC3M 1BD

Signature of witness

Name of witness

Address of witness

Address: 71 Fenchurch Street
London
EC3M 4BS

EXECUTED AS A DEED
By: WINDSOR TRUSTEES LIMITED

[Redacted Signature]

David Howden

)
)
)

Signature of Director

Name of Director

in the presence of:

[Redacted Signature]

PATRICK BRENDON

110 FETTER LANE

EC4A 1AY

Signature of witness

Name of witness

Address of witness

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED
By: DUAL MARINE & ENERGY
HOLDINGS LIMITED

)
)
)
)

[Redacted Signature]

Signature of Director

Andrew Elston

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

MATT BLAKE

Name of witness

16 EASTCHEAP

Address of witness

LONDON EC3M 1BD

Address: First Floor Bankside House
107-112 Leadenhall Street
LONDON
EC3A 4AF

EXECUTED AS A DEED

By: **HOWDEN CONSTRUCTION RISKS LIMITED**

[Redacted Signature]

)
)
)
Signature of Director

Andrea Bragoli

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

PATRICK BRENDON

Name of witness

110 FETTER LANE

Address of witness

EC4A 1AY

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED

By: **HOWDEN FINE ART LIMITED**

[Redacted Signature]

)
)
)
Signature of Director

Adrian Colosso

Name of Director

in the presence of:

[Redacted Signature]

Signature of witness

PATRICK BRENDON

Name of witness

110 FETTER LANE

Address of witness

EC4A 1AY

Address: 16 Eastcheap
London
EC3M 1BD

EXECUTED AS A DEED
By: **FP GROUP LIMITED**

)
)
)

Signature of Director

David Howden

Name of Director

in the presence of:

Signature of witness

MIA HATFIELD

Name of witness

110 FETTER LANE, LONDON,

Address of witness

ELTHAM

Address: P.O. Box 957, Offshore Incorporations Centre,
Road Town, Tortola, British Virgin Islands

EXECUTED AS A DEED
By: **FP INTERNATIONAL HOLDINGS LIMITED**

)
)
)

Signature of Director

Name of Director

in the presence of:

Signature of witness

Name of witness

Address of witness

Address: P.O. Box 957, Offshore Incorporations Centre,
Road Town, Tortola, British Virgin Islands

EXECUTED AS A DEED
By: FP GROUP LIMITED

)
)
)

Signature of Director
Name of Director

in the presence of:

Signature of witness
Name of witness
Address of witness

Address: P.O. Box 957, Offshore Incorporations Centre,
Road Town, Tortola, British Virgin Islands

EXECUTED AS A DEED
By: FP INTERNATIONAL HOLDINGS LIMITED

)
)
)

Signature of Director
Name of Director
Philip Bilney

in the presence of:

Signature of witness
Name of witness
Address of witness
Timothy Lawrence Cutler
Flat 4B, Newtown Mansions,
1 Kat On Street, Wanchai, Hong Kong

Address: P.O. Box 957, Offshore Incorporations Centre,
Road Town, Tortola, British Virgin Islands

[DEBENTURE ACCESSION DEED]

THE COLLATERAL AGENT

Signed by Michael Manfred for)

and on behalf of

MORGAN STANLEY SENIOR FUNDING, INC)

Signature



Michael Manfred
Authorized Signatory

