

MR01

Particulars of a charge



Companies House

A fee is payable with this form
Please see 'How to pay' on the
last page

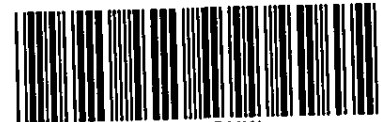
You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

048978/13

☒ **What this form is for**
You may use this form to register
a charge created or evidenced by
an instrument

☒ **What this form is NOT for**
You may not use this form to
register a charge where there
instrument Use form MR08

SATURDAY



A3N3PONK

A15

20/12/2014

#11

COMPANIES HOUSE

This form must be delivered to the Registrar for registration with
21 days beginning with the day after the date of creation of the charge
delivered outside of the 21 days it will be rejected unless it is accompanied
by a court order extending the time for delivery

☒ You must enclose a certified copy of the instrument with this form. This will be
scanned and placed on the public record Do not send the original

1 Company details

Company number 0 0 2 3 7 6 2 6

Company name in full P&O FERRIES LIMITED

88 For official use

→ Filling in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Charge creation date

Charge creation date 1 7 7 2 2 0 1 4

3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees
entitled to the charge

Name MNOPF TRUSTEES LIMITED

Name

Name

Name

If there are more than four names, please supply any four of these names then
tick the statement below

☐ I confirm that there are more than four persons, security agents or
trustees entitled to the charge

MR01

Particulars of a charge

4	Brief description	
Brief description	Please give a short description of any land, ship, aircraft or intellectual property registered or required to be registered in the UK subject to a charge (which is not a floating charge) or fixed security included in the instrument.	Please submit only a short description. If there are a number of plots of land, aircraft and/or ships, you should simply describe some of them in the text field and add a statement along the lines of, "for more details please refer to the instrument" Please limit the description to the available space
	The Vessel "PRIDE OF KENT" as registered under the laws and flag of the UK at the UK Ship Register, having official number 712775 and IMO number 9015266	
5	Other charge or fixed security	
	Does the instrument include a charge (which is not a floating charge) or fixed security over any tangible or intangible or (in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
6	Floating charge	
	Is the instrument expressed to contain a floating charge? Please tick the appropriate box <input type="checkbox"/> Yes Continue <input checked="" type="checkbox"/> No Go to Section 7 Is the floating charge expressed to cover all the property and undertaking of the company? <input type="checkbox"/> Yes	
7	Negative Pledge	
	Do any of the terms of the charge prohibit or restrict the company from creating further security that will rank equally with or ahead of the charge? Please tick the appropriate box <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
8	Trustee statement ¹	
	You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge <input type="checkbox"/>	¹ This statement may be filed after the registration of the charge (use form MR06)
9	Signature	
Signature	Please sign the form here	
	Signature X <i>Thomas Cooper LLP</i> X <i>on behalf of MNOPE Trustees Limited</i> This form must be signed by a person with an interest in the charge	

MR01

Particulars of a charge



Presenter information

You do not have to give any contact information, but if you do, it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name GRE / AS

Company name THOMAS COOPER LLP

Address IBEX HOUSE

42 - 47 MINORIES

Post town LONDON

County/Region

Postcode E C 3 N 1 H A

Country UK

DX

Telephone 020 7481 8851



Certificate

We will send your certificate to the presenter's address if given above or to the company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register
- ☐ You have included a certified copy of the instrument with this form
- ☐ You have entered the date on which the charge was created
- ☐ You have shown the names of persons entitled to the charge
- ☐ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☐ You have given a description in Section 4, if appropriate
- ☐ You have signed the form
- ☐ You have enclosed the correct fee
- ☐ Please do not send the original instrument, it must be a certified copy.



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £13 is payable to Companies House in respect of each mortgage or charge filed on paper.

Make cheques or postal orders payable to 'Companies House'.



Where to send

You may return this form to any Companies House address. However, for expediency, we advise you to return it to the appropriate address below.

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 237626

Charge code: 0023 7626 0088

The Registrar of Companies for England and Wales hereby certifies that a charge dated 17th December 2014 and created by P&O FERRIES LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 20th December 2014.

[Handwritten signature]

Given at Companies House, Cardiff on 31st December 2014



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Maritime &
Coastguard
Agency

An Executive Agency of the Department for Transport
Merchant Shipping Act 1995

Mortgage of a Ship

to secure Account Current etc/other obligation

Certified to be a true copy

Thomas Cooper LLP
Ibex House
42-47 Minories
London EC3N 1HA
Solicitors



- If more than one mortgagor then a separate mortgage is required from each mortgagor, unless shares are jointly held
- In respect of fishing vessels, mortgages may be registered only against those registered with FULL registration
- The prompt registration of a mortgage deed with the Registry is essential to establish the priority of the mortgage. This is because the priority of the mortgage is determined by the date on which it is produced for registration and not from the date of the mortgage itself
- If the mortgagor is a company the mortgage must be registered with the Registrar of Companies within 21 days of its execution
- It is important that the Registry is informed of any changes
- Please write in black ink using BLOCK CAPITALS, and tick boxes where appropriate

The mortgage reference no (issued by the mortgagee) is

SECTION 1 : DETAILS OF THE SHIP

IS THIS MORTGAGE IN RESPECT OF A FISHING VESSEL?

Yes

☐

No

☒

Name of ship

PRIDE OF KENT

Official number

712775

SECTION 2 : THE MORTGAGE

SLK

Whereas
there is¹

An Amended and Restated Deed dated ~~November~~ 17 December 2014 and Guarantees dated 24 June 2011
and ~~November~~ 17 December 2014 (the "Guarantees")

between²

P&O Ferries Limited (the "Mortgagor")

Channel House

Channel View Road, Dover, Kent

CT17 9TJ

* as joint mortgagors (hereinafter called "the mortgagors")

and²

MNOPF TRUSTEES LIMITED (the "Mortgagee")

c/o Ensign Pensions Limited

The Beehive, Beehive Ring Road, London Gatwick Airport, Gatwick, West Sussex

RH6 0PA

* as joint mortgagees (hereinafter called "the mortgagee")

³

All present and future monies, obligations and liabilities under the Amended and Restated Deed and the Guarantees (as may be amended or varied from time to time) all as more particularly described in the Deed of Covenants (as may be amended or varied from time to time) entered into on or around the date of this mortgage by the Mortgagor and the Mortgagee and owed by the Mortgagor to the Mortgagee whether actual or contingent, whether owed jointly or severally as principal or surety and/or in any other capacity together with all interest (including without limitation default interest) accruing in respect of such monies or liabilities

*Delete as necessary

¹ State "an account current" or write in a short description of the obligation

² Give full name and address, with place of business in respect of a company

³ Describe fully the nature of the liabilities secured. You may refer to another document

OFFICIAL USE ONLY
Mortgage
entered in the Register on
(date)
at
officer's initials
(time)
(priority)

SECTION 2 : THE MORTGAGE (continued)*** Complete in respect of "account current"**

Now ***I/we** the mortgagor(s) in consideration of the advance made or to be made to ***me/us** by the mortgagee(s), bind ***myself/ourselves** to pay to the mortgagee(s) the sums for the time being due on this security whether by way of principal, interest or otherwise at the time(s) and in the manner mentioned above

*** Complete in respect of "other obligation"**

Now ***I/we** the mortgagor(s) in consideration N/A

bind ***myself/ourselves** to _____

For the purpose of better securing to the mortgagee(s) the ***sums/obligation** mentioned above ***I/we** hereby mortgage to the mortgagee(s) 64/64th (Sixty Four/ Sixty Fourths) (figures & words)

shares of which ***I/we** are the owners in the ship described above and in its appurtenances

Lastly, ***I/we** for ***myself/ourselves** hereby declare that ***I/we** have the power to mortgage in the manner aforesaid the above-mentioned shares and that they are free from encumbrances ***save as appears by the registry of the above ship**

COMPLETE IF THE MORTGAGOR IS A COMPANY

- ❖ Executed by the mortgagor as a deed (in England, Wales and Northern Ireland)
- ❖ Subscribed by the mortgagor (in Scotland)

17th day of DECEMBER 20 14 by:-

**** (a) the affixing of the common seal of the mortgagor in the presence of the following persons signing, or**

**** (b) signing by the following persons.**

Director [Signature]

~~Director or Secretary~~ [Signature]

Authorised Signatory _____

Authorised Signatory _____

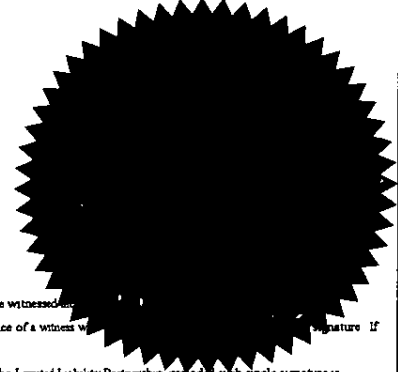
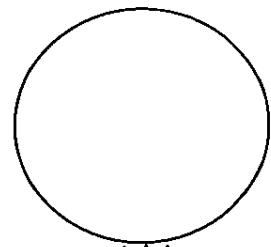
Witnessed by [Signature]

Name (Print) ANTHONY PAUL ISAACSON

Address (Print) 27 CHERTOW GARDENS

Address FOLKESTONE KENT

COMPANY SEAL



**** Delete as appropriate.**

If the signature must be witnessed _____ **Signature** **If**

Note IN ENGLAND, WALES & NORTHERN IRELAND – signature may be by (a) two directors; (b) by the company secretary and a director or (c) by a director in the presence of a witness who is not a director. If the common seal is affixed any special requirement of the company's articles about signing must be complied with.

IN SCOTLAND – signature may be by one director or the secretary of the company or one person authorised to sign the document on behalf of the company or one member of the Limited Liability Partnership, provided such single signature is witnessed. Alternatively signature may be effected without a witness by two directors, or a director and the secretary or two persons authorised to sign the document on behalf of the company or two members of the Limited Liability Partnership.

Note that signature by one authorised signatory and either a director or the secretary of the company is not valid.

COMPLETE IF THE MORTGAGOR(S) IS/ARE ONE OR MORE INDIVIDUAL

- * Executed as a deed (in England or Wales)
- * Subscribed (in Scotland)
- * Signed, sealed and delivered (in Northern Ireland)

***Delete as appropriate**

on this _____ day of _____ 20 _____ by -

by the following person(s) signing as mortgagor(s)

Seal(s) if
executed in
Northern
Ireland

Signature(s) of mortgagor(s)	
In the presence of	
Name(s) of witness(es)	
Address(es) of witness(es)	
Occupation(s) of witness(es)	

NOTE Every signature must have one witness

SECTION 2 : THE MORTGAGE *(continued)*

COMPLETE IF THE MORTGAGOR(S) ARE A LIMITED LIABILITY PARTNERSHIP

- * Executed by the mortgagor as a deed (in England, Wales & Northern Ireland)
- * Subscribed by the mortgagor (in Scotland)

*Delete as appropriate

on this _____ day of _____ 20 _____ by signing by the following persons

Member _____

Member _____

Witnessed by _____

Name (Print) _____

Address (Print) _____

Note IN SCOTLAND subscription may be by one member of the Limited Liability Partnership and one witness or by two members of the Limited Liability Partnership.

SECTION 3 : TRANSFER OF MORTGAGE

*I/we, the above mentioned
mortgagee(s), in consideration of ¹

this day ²

by ³

hereby transfer to *him/her/them the
benefit of the within written security

COMPLETE IF THE TRANSFEROR IS A COMPANY

- ❖ Executed by the transferor as a deed (in England, Wales and Northern Ireland)
- ❖ Subscribed by the transferor (in Scotland)

COMPANY SEAL

_____ day of _____ 20 _____ by:-

- ** (a) the affixing of the common seal of the transferor in the presence of the following persons signing, or
- ** (b) signing by the following persons,

Director _____

Director or Secretary _____

Authorised Signatory _____

Authorised Signatory _____

Witnessed by _____

Name (Print) _____

Address (Print) _____

Address _____

** Delete as appropriate.

If the signature must be witnessed the name and address of the witness must be given.

Note IN ENGLAND WALES & NORTHERN IRELAND - signature may be by (a) two directors, (b) by the company secretary and a director or (c) by a director in the presence of a witness who completes the details above to attest the signature. If the common seal is affixed any special requirement of the company's articles about signing must be complied with.

IN SCOTLAND - signature may be by one director or the secretary of the company or one person authorised to sign the document on behalf of the company or one member of the Limited Liability Partnership, provided such single signature is witnessed. Alternatively signature may be effected without a witness by two directors, or a director and the secretary or two persons authorised to sign the document on behalf of the company or two members of the Limited Liability Partnership. Note that signature by one authorised signatory and either a director or the secretary of the company is not valid.

OFFICIAL USE ONLY
Transfer of mortgage

official's initials
(time)

at
(date)

entered in the Register on
(priority)

SECTION 3 : TRANSFER OF MORTGAGE *(continued)***COMPLETE IF THE TRANSFEROR(S) IS/ARE ONE OR MORE INDIVIDUAL**

- * Executed as a deed (in England or Wales)
- * Subscribed (in Scotland)
- * Signed, sealed and delivered (in Northern Ireland)

**Delete as appropriate*

Seal(s) if
executed in
Northern
Ireland

on this _____ day of _____ 20 ____

by the following person(s) signing as transferor(s)

Signature(s) of transferor(s)		
In the presence of		
Name(s) of witness(es)		
Address(es) of witness(es)		
Occupation(s) of witness(es)		

NOTE Every signature must have one witness

¹ Enter the sum of money or the nature of the obligation² Enter "paid to *me/us", or narrative suitable to the obligation³ Give full name and address of the transferee,
with place of business in respect of a company** Delete as necessary***COMPLETE IF THE TRANSFEROR(S) ARE A LIMITED LIABILITY PARTNERSHIP**

- * Executed by the transferor as a deed (in England, Wales & Northern Ireland)
- * Subscribed by the transferor (in Scotland)

**Delete as appropriate*

on this _____ day of _____ 20 ____ by signing by the following persons

Member _____

Member _____

Witnessed by _____

Name (Print) _____

Address (Print) _____

Note IN SCOTLAND subscription may be by one member of the Limited Liability Partnership and one witness, or by two members of the Limited Liability Partnership.

SECTION 4 : DISCHARGE OF MORTGAGE

* Received by the within-mentioned *mortgagee(s)/transferee(s) of the mortgage

1

This within written security is now discharged

* The within-mentioned *mortgagee(s)/transferee(s) have agreed to discharge this within written security and it is therefore discharged

COMPLETE IF DISCHARGE IS GIVEN BY A COMPANY

- ❖ Executed by the mortgagee/transferee as a deed (in England, Wales and Northern Ireland)
- ❖ Subscribed by the mortgagee/transferee (in Scotland)

COMPANY SEAL

_____ day of _____ 20 ____ by -

- ** (a) the affixing of the common seal of the mortgagee/transferee in the presence of the following persons signing; *or*
- ** (b) signing by the following persons,

Director _____

Director or Secretary _____

Authorised Signatory _____

Authorised Signatory _____

Witnessed by _____

Name (Print) _____

Address (Print) _____

Address _____

** Delete as appropriate.

If the signature must be witnessed and the name and address of the witness must be given
Note IN ENGLAND WALES & NORTHERN IRELAND - signature may be by (a) two directors; (b) by the company secretary and a director or (c) by a director in the presence of a witness who completes the details above to attest the signature. If the common seal is affixed any special requirement of the company's articles about signing must be complied with.

IN SCOTLAND - signature may be by one director or the secretary of the company or one person authorised to sign the document on behalf of the company or one member of the Limited Liability Partnership, provided such single signature is witnessed. Alternatively signature may be effected without a witness by two directors, or a director and the secretary or two persons authorised to sign the document on behalf of the company or two members of the Limited Liability Partnership. Note that signature by one authorised signatory and either a director or the secretary of the company is not valid.

COMPLETE IF THE DISCHARGE IS GIVEN BY ONE OR MORE INDIVIDUALS

- * Executed as a deed (in England or Wales)
- * Subscribed (in Scotland)
- * Signed, sealed and delivered (in Northern Ireland)

* Delete as appropriate

on this _____ day of _____ 20 ____

by the following person(s) signing as mortgagee(s)/transferee(s)

Signature(s) of mortgagee(s)/transferee(s)	
In the presence of	
Name(s) of witness(es)	
Address(es) of witness(es)	
Occupation(s) of witness(es)	

NOTE Every signature must have one witness

1 Enter "the sum of _____", or narrative
suitable to the obligation

WARNING. If the discharged deed is not presented to the Registry
the mortgage will remain registered against the ship

Seal(s) if
executed in
Northern
Ireland

OFFICIAL USE ONLY
Discharge of mortgage
entered in the Register on
(date)
at
officer's initials
(time)
(priority)

SECTION 4 : DISCHARGE OF MORTGAGE (continued)

COMPLETE IF THE DISCHARGE IS GIVEN BY A LIMITED LIABILITY PARTNERSHIP

* Executed by the mortgagor as a deed (in England, Wales & Northern Ireland)

* Subscribed by the mortgagor (in Scotland)

*Delete as appropriate

on this _____ day of _____ 20 _____ by signing by the following persons

Member _____

Member _____

Witnessed by _____

Name (Print) _____

Address (Print) _____

Note IN SCOTLAND subscription may be by one member of the Limited Liability Partnership and one witness or by two members of the Limited Liability Partnership.

When the mortgage is originally executed you should send this deed with the correct fee to

When a transfer or discharge of mortgage is executed you should send this deed (without a fee) to

**REGISTRY OF SHIPPING & SEAMEN
ANCHOR COURT, KEEN ROAD,
CARDIFF, CF24 5JW.**