

MR01

Particulars of a charge

108051/52

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

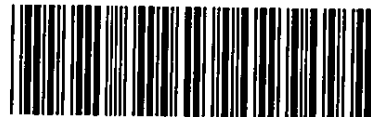
You can use the WebFiling service to file this form online
Please go to www.companieshouse.gov.uk

☒ 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
instrument Use form M

For further information, please

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



A15 10/05/2014 #312
COMPANIES HOUSE



You must enclose a certified copy of the instrument with this form. This will be
scanned and placed on the public record

1 Company details

Company number 03408060

Company name in full, Osiris Hydrographic & Geophysical Projects Limited

For official use

Filing 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 08/05/2014

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 Santander UK Plc

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

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Particulars of a charge

4

Description

Please give a short description of any land (including buildings), ship, aircraft or intellectual property registered (or required to be registered) in the UK which is subject to this fixed charge or fixed security

Continuation page
Please use a continuation page if you need to enter more details

Description

The ship named 'Chartwell' - Official Number 717172 ✓

5

Fixed charge or fixed security

Does the instrument include a fixed charge or fixed security over any tangible or intangible (or in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box

☐ **Yes**✓ ☒ **No**

6

Floating charge

Is the instrument expressed to contain a floating charge? Please tick the appropriate box

☐ **Yes** Continue✓ ☒ **No** Go to **Section 7**

Is the floating charge expressed to cover all the property and undertaking of the company?

☐ **Yes**

7

Negative Pledge

Do any of the terms of the charge prohibit or restrict the chargor from creating any further security that will rank equally with or ahead of the charge? Please tick the appropriate box

☐ **Yes**✓ ☒ **No**

MR01

Particulars of a charge

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

☐

¹ This statement may be filed after the registration of the charge (use form MR06)

9

Signature

Please sign the form here

Signature

Signature

X

Hill Dickinson LLP

X

This form must be signed by a person with an interest in the charge

MR01

Particulars of a charge



Presenter information

We will send the certificate to the address entered below. All details given here will be available on the public record. You do not have to show any details here but, if none are given, we will send the certificate to the company's Registered Office address.

Contact name **Leanne Dolan**

Company name **Hill Dickinson LLP**

Address **No 1 St Paul's Square**

Post town **Liverpool**

County/Region

Postcode **L 3 9 S J**

Country

DX

Telephone **0151 600 8496**



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: 3408060

Charge code: 0340 8060 0019

The Registrar of Companies for England and Wales hereby certifies that a charge dated 8th May 2014 and created by OSIRIS HYDROGRAPHIC & GEOPHYSICAL PROJECTS LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 10th May 2014

Given at Companies House, Cardiff on 15th May 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

- 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:

A25250 74

SECTION 1 : DETAILS OF THE SHIP

IS THIS MORTGAGE IN RESPECT OF A FISHING VESSEL?

Yes

☐

No

☒

Name of ship

Chartwell

Official number

717172

SECTION 2 : THE MORTGAGE

Whereas
there is ¹

an account current

between ²

Osiris Hydrographic & Geophysical Projects Limited (company number 03408060)
of Maritime House, 4 Brunel Road, Croft Business Park, Bromborough, Wirral
CH62 3NY

^{*} as joint mortgagors (hereinafter called "the mortgagors")

and ³

Santander UK Plc of 2 Triton Square, Regent's Place, London
NW1 3AN as security trustee for each of its subsidiaries for the time being

^{*} as joint mortgagees (hereinafter called "the mortgagee")

³ Regulated by a Facility Letter dated 8/5/14 addressed by the Mortgagee to the Mortgagor, acknowledged and accepted by the Mortgagor on 8/5/14 (Loan Agreement) and an accompanying Deed of Covenants of even date herewith And whereas pursuant to the Loan Agreement the Mortgagor has agreed to execute this mortgage in favour of the Mortgagee as security trustee for each of its subsidiaries for the time being, for the purpose of securing payment by the Mortgagor to the Mortgagee of all sums for the time being and from time to time owing to the Mortgagee in the manner and at the times set forth in the Loan Agreement and Deed of Covenants And whereas the amount of principal and interest can be ascertained by reference to the Loan Agreements and the Deed of Covenants and/or to the books of account (or other accounting records of the Mortgagee)

^{*} 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 (date)
officer's initials (time)
(priority)

Certified to be a true copy

MSF 4736 REV 02/14

This 9 day of May 2014
Hill Dickinson LLP
HILL DICKINSON LLP

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—

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)

SIXTY FOUR SIXTY FOURTH (64/64th)

(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)

8 day of May 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 Se. [Signature]

Director or Secretary _____

Authorised Signatory _____

Authorised Signatory _____

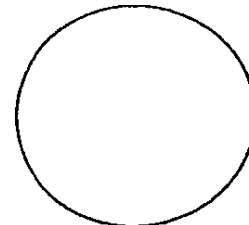
Witnessed by L. Dolan

Name (Print) Leanne Dolan

Address (Print) HILL DICKINSON LLP, No 1 ST PAUL'S SQUARE, 1

Address LIVERPOOL L3 9SJ

COMPANY SEAL



** 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.

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)

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

Seal(s) if
executed in
Northern
Ireland

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 of¹this day²by³

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 addn 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 mortgageofficial'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**

<ul style="list-style-type: none">* Executed as a deed (in England or Wales)* Subscribed (in Scotland)* Signed, sealed and delivered (in Northern Ireland) <p>on this _____ day of _____ 20 _____</p> <p>by the following person(s) signing as transferor(s)</p> <table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 45%;">Signature(s) of transferor(s)</td><td colspan="2"></td></tr><tr><td>In the presence of:</td><td></td><td></td></tr><tr><td>Name(s) of witness(es)</td><td></td><td></td></tr><tr><td>Address(es) of witness(es)</td><td></td><td></td></tr><tr><td>Occupation(s) of witness(es)</td><td></td><td></td></tr></table>	Signature(s) of transferor(s)			In the presence of:			Name(s) of witness(es)			Address(es) of witness(es)			Occupation(s) of witness(es)			<div style="border: 1px solid black; border-radius: 50%; width: 60px; height: 60px; margin: 0 auto; display: flex; align-items: center; justify-content: center;"><div style="writing-mode: vertical-rl; transform: rotate(180deg); font-size: 0.8em;">Seal(s) if executed in Northern Ireland</div></div> <p style="font-size: 0.8em; margin-top: 10px;">*Delete as appropriate</p>
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

<ul style="list-style-type: none">* Executed by the transferor as a deed (in England, Wales & Northern Ireland)* Subscribed by the transferor (in Scotland) <p>on this _____ day of _____ 20 _____ by signing by the following persons</p> <p>Member _____</p> <p>Member _____</p> <p>Witnessed by _____</p> <p>Name (Print) _____</p> <p>Address (Print) _____</p> <p>_____</p>	<p style="font-size: 0.8em;">*Delete as appropriate</p>
---	---

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 each 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.

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

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.**