



**Registration of a Charge**

Company name: **KIRKELLA LIMITED**

Company number: **03817237**



X6GHL5SO

Received for Electronic Filing: **06/10/2017**

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**Details of Charge**

Date of creation: **06/10/2017**

Charge code: **0381 7237 0006**

Persons entitled: **ABN AMRO BANK N.V.**

Brief description: **THE MORTGAGOR HEREBY MORTGAGES TO THE MORTGAGEE SIXTY-FOUR/SIXTY-FOURTHS SHARES OF WHICH THE MORTGAGOR IS THE OWNER IN THE SHIP (SHIP BEING THE VESSEL NAMED 'KIRKELLA' WITH OFFICIAL NUMBER C20512) AND IN ITS APPURTENANCES.**

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**Authentication of Form**

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

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**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: **ANDREW JACKSON SOLICITORS LLP**



## **CERTIFICATE OF THE REGISTRATION OF A CHARGE**

Company number: 3817237

Charge code: 0381 7237 0006

The Registrar of Companies for England and Wales hereby certifies that a charge dated 6th October 2017 and created by KIRKELLA LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 6th October 2017 .

Given at Companies House, Cardiff on 10th October 2017

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**



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:

**SECTION 1 : DETAILS OF THE SHIP**

IS THIS MORTGAGE IN RESPECT OF A FISHING VESSEL?

Yes



No



Name of ship

KIRKELLA

Official number

C20512

**SECTION 2 : THE MORTGAGE**

Whereas  
there is <sup>1</sup>

AN ACCOUNT CURRENT

between <sup>2</sup>

Kirkella Limited with its registered office at The Orangery, Hesslewood Country Business Park,  
Ferriby Road, Hessle, East Yorkshire HU13 0LH

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

and <sup>2</sup>

ABN AMRO Bank N.V., a company incorporated and registered in The Netherlands (registered  
number 34334259) whose registered office is at Gustav Mahlerlaan 10, 1082 PP Amsterdam,  
The Netherlands

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

<sup>3</sup>

SEE RIDER

\*Delete as necessary

<sup>1</sup> State "an account current" or write in a short description of the obligation.

<sup>2</sup> Give full name and address, with place of business in respect of a company.

<sup>3</sup> 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 (time) officer's initials (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 \_\_\_\_\_

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)

COMPANY SEAL

6th day of October 20 17 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 \_\_\_\_\_

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

## 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 <sup>1</sup>

this day <sup>2</sup>

by <sup>3</sup>

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.

**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

<sup>1</sup> Enter the sum of money or the nature of the obligation.<sup>2</sup> Enter "paid to \*me/us", or narrative suitable to the obligation.<sup>3</sup> 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.

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 requirements 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

<sup>1</sup> 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.

**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.**



Ref: [ ]

## RIDER

The terms and conditions whereof are regulated by a multipurpose facility agreement (the "Loan Agreement") dated 6 October 2017 made between amongst others the mortgagors and mortgagee (as so amended, varied or supplemented) and potentially other facility agreements in the future to be made between, amongst others, the mortgagors and the mortgagee and a Deed of Covenant of even date herewith made between the mortgagors and the mortgagee WHEREAS the mortgagors have agreed to execute this Mortgage to secure all monies and other liabilities whether present, future, actual and/or contingent due or to become due from time to time from the mortgagors to the mortgagee WHEREAS the monies due can be ascertained by reference to the said Loan Agreement and/or Deed of Covenant (as so amended, varied or supplemented) and/or by reference to the books or other accounting records of the Mortgagee.

6 day of October 2017 by:

Director

On behalf of Kirkella Limited

Director

On behalf of Kirkella Limited