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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

CHFP025

Please do not
write in
this margin

Please complete
legibly, preferably
in black type, or
bold block lettering

*insert full name
of Company

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

00400074

For official use

Company number

[12]

03821514

Name of company

* British Maritime plc (the **Chargor**) 11 Manchester Square, London W1U 3PW

Date of creation of the charge

13 July 2009

Description of the instrument (if any) creating or evidencing the charge (note 2)

A security over shares agreement (the **Share Charge**)

Amount secured by the mortgage or charge

All moneys, liabilities and obligations which may from time to time be due, owing or payable by the **Chargor** or any of the **Borrowers** (described below) under or in connection with:

(a) a loan agreement dated 10 July 2009 and made between (1) Anglia Maritime Limited, Pride Shipping Limited, Clementine Shipping Limited (the **Company**) and Gwendolen Shipping Limited (together, the **Borrowers**), (2) the Bank (described below) as arranger, (3) the Bank as agent, (4) the banks and financial institutions listed in Schedule 1 thereto and (5) International Transport Finance Limited (the **Loan Agreement**);

(b) the **Share Charge**; and

(c) any other documents executed to guarantee and/or secure sums owing under or pursuant to the **Loan Agreement**.

Names and addresses of the mortgagees or persons entitled to the charge

DVB Bank SE, London Branch, 80 Cheapside, London (the **Bank**).

Postcode EC2V 6EE

Presentor's name address and
reference (if any):

Norton Rose LLP
3 More London Riverside
London
SE1 2AQ

NPHA/LN27424/9710960

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

WEDNESDAY



L3LD6BKN

LD5

15/07/2009

160

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

The Chargor's legal and beneficial interest in one (1) ordinary share in the share capital of the Company issued and held by, to the order or on behalf of the Chargor at any time (the **Shares**), including:

(a) all allotments, accretions, benefits and advantages whatsoever at any time accruing in respect of the Shares including (without limitation) all stocks, shares and securities which may at any time be issued, and all moneys, rights or property which may at any time accrue or be offered (whether by way of bonus, redemption, preference, option or otherwise) in respect of any or all of the Shares (the **Additional Shares**);

(b) all certificates or other evidence of title to the Shares or Additional Shares;

(c) all moneys, dividends and interest at any time arising in respect of the Shares or any of the Additional Shares; and

(d) any further shares that may at any time be issued by the Company.

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Norton Rose LLP

Date 15 July 2009

On behalf of ~~XXXXXX XXXXXX~~ [chargee] †

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the Registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situated in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

**COMPANY NO. 3821514
CHARGE NO. 12**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SECURITY OVER SHARES
AGREEMENT DATED 13 JULY 2009 AND CREATED BY BRITISH
MARINE PLC FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY OR ANY OF THE
BORROWERS TO DVB BANK SE, LONDON BRANCH UNDER
THE TERMS OF THE AFOREMENTIONED INSTRUMENT
CREATING OR EVIDENCING THE CHARGE WAS REGISTERED
PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT
1985 ON THE 15 JULY 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17 JULY 2009

pl24



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES