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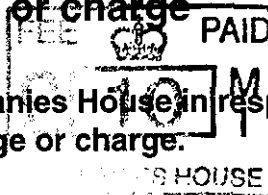
COMPANIES FORM No. 395

395

CHFP000

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of Company

Particulars of a mortgage or charge

A fee of £10 is payable to Companies House in respect of
each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

000281/60

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

For official use

Company number

1		
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4464024

Name of company

* **THE MERSEY HERITAGE SHIPREPAIR COMPANY LIMITED**
Units 2 & 3 Woodend Avenue Industrial Estate, Woodend Avenue, Speke, Liverpool L24 9JF

Date of creation of the charge

29th September 2003

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

Charge Over Cash Deposit

Amount secured by the mortgage or charge

"Secured Liabilities" means all monies obligations and liabilities whatsoever whether for principal interest contractual obligations or otherwise in whatever currency which may now or at any time in the future be due owing or incurred by the Chargor to TGGC under the Secured Agreements and/or this Charge whether actual or contingent and whether alone severally or jointly as principal guarantor surety or otherwise and in whatever name or style and whether on any current or other account or in any other manner whatsoever.

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

TECHNICAL & GENERAL GUARANTEE COMPANY LIMITED

14-16 Place Cornavin

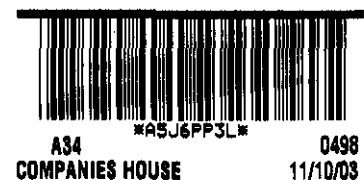
Geneva, Switzerland

Postcode

CH-1201

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

Mr. Martin Athey
The Bell House
Bayham Abbey
Lamberhurst
Kent TN3 8BG

For official Use (02/00)
Mortgage Section

Time critical reference

Please do not
write in
this margin

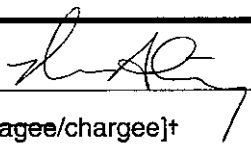
*Please complete
legibly, preferably
in black type, or
bold block lettering*

The Chargor with full title guarantee and as a continuing security for the payment performance and discharge of the Secured Liabilities charges in favour of TGGC by way of first fixed charge the Deposit and all the entitlements to interest the right to repayment and other rights and benefits accruing to or arising in connection with the Deposit to the intent that such charge shall operate as a release of the Deposit to TGGC until the Secured Liabilities have been unconditionally and irrevocably paid and discharged in full.

Particulars as to commission allowance or discount (note 3)

NONE

Signed



Date

6 Oct 2003

On behalf of [company][mortgagee/chargee]†

*A fee of £10 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 situate 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 04464024

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER CASH DEPOSIT DATED THE 29th SEPTEMBER 2003 AND CREATED BY THE MERSEY HERITAGE SHIPREPAIR CO LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO TECHNICAL & GENERAL GUARANTEE COMPANY LIMITED 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 11th OCTOBER 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16th OCTOBER 2003.

pm



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES