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COMPANIES FORM No. 395

205343/40

395

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

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number



FC 024165

Name of company

* **BMCG (A1) LIMITED**

Date of creation of the charge

20th December 2002

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

DEED OF COVENANTS

Amount secured by the mortgage or charge

All the Company's liabilities to Anglo Irish Bank Corporation plc (the "Bank") present and future, including all monies, debts and liabilities due, owing or incurred by the Company to the Bank under a facility letter dated 10th December 2002 and the Security Documents (in each case, whether alone or jointly, or jointly and severally, with any other person whether actually or contingently and whether as principal, surety or otherwise)

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

Anglo Irish Bank Corporation plc of 18-21 St Stephen's Green, Dublin 2, Ireland

Postcode

Presentor's name address and
reference (if any):**RPSP MCG 31 1
ANDREW M JACKSON
DX 11920 HULL**For official Use
Mortgage Section

Post room

A26
COMPANIES HOUSE0843
09/01/03

Time critical reference

All the Mortgagor's rights, title and interest present and future in and to:-

- (i) m.f.v. SOLSTICE II registered in the United Kingdom with RSS Number C16409 (the "Vessel"); and**
- (ii) Category A Licence Number 41017 issued in respect of the Vessel being a licence of 1302 VCU, 611 GT, 1960 kW and any fishing licence or entitlement issued in respect of that licence, whether by renewal, re-issue, aggregation or otherwise, the Quota Allocation and the Quota Rights relating to Licence Number 41017; and**
- (iii) The Insurances, the Earnings and any Requisition Compensation; and**
- (iv) All balances from time to time standing to the credit of the Earnings Account together with all interest on the balances and the debt represented by the balance**

Please do not write in this binding margin

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

Particulars as to commission allowance or discount (Note 3)

Nil

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Signed

Date

8 January 2003

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

† 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", "Debentures", "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:-

Companies House, Crown Way, Cardiff CF14 3UZ

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FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. FC024165

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF COVENANTS DATED THE 20th DECEMBER 2002 AND CREATED BY BMCG (A1) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ANGLO IRISH BANK CORPORATION plc ON ANY ACCOUNT WHATSOEVER 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 9th JANUARY 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 14th JANUARY 2003.

DX
Rov



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES