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ALC 00400143

LLP395

Particulars of a mortgage or charge in respect of a Limited Liability Partnership

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

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For official use

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LLP Number

OC330936

Full Name of Limited
Liability Partnership

Nomina No 345 LLP ("the LLP")

Date of creation
of the charge

1 January 2008

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

Lloyd's Canadian Trust Deed ("the Trust Deed") dated 25 May 2001 made between the Society incorporated by Lloyd's Act 1871 by the name of Lloyd's ("Lloyd's"), Royal Trust Corporation of Canada, a trust corporation incorporated

(continued on Continuation Sheet 1)

Amount secured by the
mortgage or charge

- (a) The losses, claims, returns of premiums, reinsurance premiums, expenses, obligations and other "Permitted Canadian Trust Outgoings" set out in clause 4(a) of and paragraph 1 of Schedule 3 to the Lloyd's Canadian Trust Deed
- (b) Transfers of the Member's Canadian Trust Fund (as defined in clause 3 of and Schedule 2 to the Lloyd's Canadian Trust Deed) and the income thereof as an addition to the Member's Premiums Trust Fund (as defined in Schedule 1 thereto) to be held upon and with and subject to the trusts, powers and provisions declared and contained in the Member's Premiums Trust Deed

Signed

Date

7/1/2008

On behalf of [LLP][mortgagee/chargee] (delete as appropriate)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that

Lloyd's Fidentia House Walter Burke Way Chatham Maritime Chatham

Kent ME4 4RN

Tel 01634 392000

E-mail membership-arrangements@lloyds.com

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COMPANIES HOUSE

When you have completed and signed the form please send it to the Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

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

Royal Trust Corporation of Canada of Royal Trust Tower, 77 King St West, PO Box 7500, Station "A", Toronto, Ontario, Canada, as trustee for any person to whom a sum of money
(continued on Continuation Sheet No 1, page 3)

Short particulars of all the property mortgaged or charged

All the present and future assets of the Member comprised in the Member's Canadian Trust Fund constituted under and pursuant to the Lloyd's Canadian Trust Deed full particulars of which assets are set out in clause 3 of and Schedule 2 to the Lloyd's Canadian Trust Deed, including the following

- (i) all premiums, reinsurance recoveries, rights of salvage and subrogation and other monies whatsoever in connection with the Member's Canadian Business and all interest of the Member therein,
- (ii) all Canadian Rights of Recovery (as defined in Schedule 1 to the Lloyd's Canadian Trust Deed),
- (iii) all funds, sub-funds and income earned in respect of any asset comprised in the Member's Canadian Trust Fund,
- (iv) all further assets at any time added to the Member's Canadian Trust Fund during the Trust Period (as defined in the Lloyd's Canadian Trust Deed) whether by or on behalf of the Member or otherwise howsoever,
- (v) all assets now or for the time being representing the foregoing

(continued on Continuation Sheet No 1, page 4)

Particulars as to commission allowance or discount (note 3)

Nil

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 LLP398 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 LLP 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 Form LLP395 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

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FORM LLP395 (Cont.) AND FORM LLP410 (Scot)(Cont.)

Particulars of a mortgage or charge (continued)

Continuation sheet No

1

to Form LLP395 and 410 (Scot)

LLP Number

OC330936

Full Name of Limited Liability Partnership

Nomina No 345 LLP ("the LLP")

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2 for LLP395)
(note 1 for LLP410)

under the laws of Canada and its successors and assigns (the "Canadian Trustee"), and the Superintendent of Financial Institutions for Canada (the "Superintendent") and being supplemental as regards each corporate underwriting member of Lloyd's, including the LLP, which has conducted or will after the date of the Lloyd's Canadian Trust Deed conduct general business for the 1978 or any subsequent year or years of account ("the Member", which expression applies whether or not the Member remains a member of Lloyd's and includes where the context requires the Member's assigns) to the Member's Lloyd's Premiums Trust Deed for general business applicable for the year or years of account in question or any of such years and where the Corporate Member has more than one of such Premiums Trust Deeds each of the same (such Trust Deed or if more than one the relevant such Trust Deed as for the time being modified being called "the Member's Premiums Trust Deed")

The Lloyd's Canadian Trust Deed amends and restates the deed dated 11 June 1989 made between Lloyd's and the Canadian Trustee which replaced the instrument dated 9 November 1977 between the same parties and was itself amended and restated by a further instrument dated 26 September 1995 made or expressed to be made between Lloyd's, the Canadian Trustee, the Superintendent and the underwriting members of Lloyd's for the time being and by further instrument dated 28 December 2000 and 28 February 2001 made or expressed to be made between Lloyd's, the Canadian Trustee and the Superintendent

Reference to any provision of the Lloyd's Canadian Trust Deed or of the Member's Premiums Trust Deed shall after the coming into force of any amendment thereof be read (unless the context otherwise requires) as referring to the amended provision or to the Lloyd's Canadian Trust Deed or, as the case may be, the Member's Premiums Trust Deed as so amended

Note the filing is supplementary to all and any existing filing by the Member of any charge created or evidenced by the deed dated 11 June 1989, the deed dated 26 September 1995 or the deed dated 28 December 2000 (which existing particulars and registration remain effective)

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is or becomes payable in respect of a "Permitted Canadian Trust

Outgoing" as defined in clause 4(a) of and paragraph 1 of Schedule 3 to the Lloyd's Canadian Trust Deed in respect of the Member's Canadian Business as defined in Schedule 1 thereto, the Regulating Trustee and the Managing Agent's Trustees of any Managing Agent and other trustees appointed under or pursuant to the Member's Premiums Trust Deed as trustees for any person to whom a sum of money is or becomes payable in respect of a "Permitted Trust Outgoing" defined in clause 3(a) of and paragraph 1 of Schedule 3 to the Member's Premiums Trust Deed

Reference to any provision of the Lloyd's Canadian Trust Deed or of the Member's Premiums Trust Deed shall after the coming into force of any amendment thereof be read (unless the context otherwise requires) as referring to the amended provision or to the Lloyd's Canadian Trust Deed or, as the case may be, the Member's Premiums Trust Deed as so amended

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Note This filing is supplementary to all and any existing filing by the Member of any charge created or evidenced by the Lloyd's Canadian Trust Deeds dated 11 June 1989, 26 September 1995 or 28 December 2000

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CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985 as applied to Limited Liability Partnerships pursuant to Paragraph 4 and Schedule 2 of the Limited Liability Partnerships Regulations 2000.

LLP No OC330936

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE (IN THE TERMS OF THE LLOYD'S CANADIAN TRUST DEED "THE TRUST DEED" DATED 25 MAY 2001 THE INSTRUMENT AMENDS AND RESTATES THE INSTRUMENT DATED 11 JUNE 1989 WHICH REPLACED THE INSTRUMENT DATED 9 NOVEMBER 1977, AS FURTHER AMENDED BY DEEDS DATED 28 DECEMBER 2000 AND 28 FEBRUARY 2001) DATED THE 1st JANUARY 2008 AND CREATED BY NOMINA NO 345 LLP FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE LIMITED LIABILITY PARTNERSHIP TO ROYAL TRUST CORPORATION OF CANADA, AS TRUSTEE FOR ANY PERSON TO WHOM A SUM OF MONEY IS OR BECOMES PAYABLE IN RESPECT OF A "PERMITTED CANADIAN TRUST OUTGOING", THE REGULATING TRUSTEE AND THE MANAGING AGENT'S TRUSTEES OF ANY MANAGING AGENT AND OTHER TRUSTEES (AS DEFINED) 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 AS APPLIED TO LIMITED LIABILITY PARTNERSHIPS PURSUANT TO PARAGRAPH 4 AND SCHEDULE 2 OF THE LIMITED LIABILITY PARTNERSHIPS REGULATIONS 2000 ON THE 16th JANUARY 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 22nd JANUARY 2008

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Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES