



00400143/104

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.****CHWP000***Please complete in typescript, or in bold black capitals*

For official use

LLP Number

OC340391

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Full Name of Limited Liability Partnership

Nomina No 507 LLP

Date of creation of the charge

1 January 2009

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

Lloyd's Asia (Offshore Policies) Instrument 2002 (General Business of All Underwriting Members) ("the Offshore Policies Instrument") dated 13 February 2002 made by the Council of Lloyd's and being (continued on Continuation Sheet 1).

Amount secured by the mortgage or charge

The losses, claims, returns of premiums, reinsurance premiums, expenses, obligations and other "Permitted Offshore Policies Trust Outgoings" set out in clause 4(a) of and paragraph 1 of Schedule 3 to the Offshore Policies Instrument.

Transfers of the Member's Offshore Policies Trust Fund (as defined in clause 3 of and Schedule 2 to the Offshore Policies Instrument) and the income thereof as an addition to the PTD 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 PTD.

Signed**Date**

2-1-09

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 you provide will be visible to searchers of the

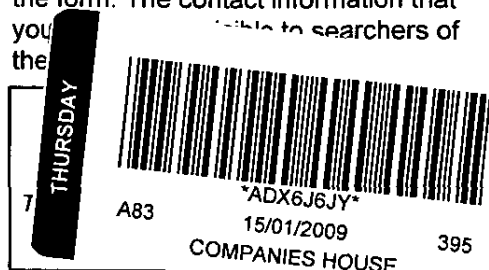
Lloyd's Fidentia House Walter Burke Way Chatham Maritime Chatham

Kent ME4 4RN

Tel 01634 392000

E-mail membership-arrangements@lloyds.com

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

Short particulars of all the property mortgaged or charged

The Society incorporated by Lloyd's Act 1871 by the name of Lloyd's ("Lloyd's") and the Managing Agent's Offshore Policies Trustees of any Managing Agent in each case for (continued on Continuation Sheet No.1, page 3).

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

- (i) all premiums, reinsurance recoveries, rights of salvage and subrogation and other monies whatsoever in connection with the Member's Offshore Policies Business and all interest of the Member therein (including for the avoidance of doubt any chose in action representing the right of the Member and any interest of the Member in any chose in action representing the right of any person to be paid any such monies aforesaid as are for the time being payable);
- (ii) all Offshore Policies Rights of Recoveries (as defined in Schedule 1 to the Offshore Policies Instrument);
- (iii) all further assets at any time added to the Member's Offshore Policies Trust Fund during Trust Period (as defined in Schedule 1 to the Offshore Policies Instrument) whether by or on behalf of the Member or otherwise howsoever;
- (iv) all interest, dividends and other income from time to time earned in respect of any asset comprised in the Member's Offshore Policies Trust Fund;
- (v) all assets now or for the time being representing the foregoing.

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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Particulars of a mortgage or charge (continued)

*Please complete
in typescript, or
in bold black
capitals*

Continuation sheet No 1
to Form LLP395 and 410 (Scot)

LLP Number

OC340391

Full Name of Limited Liability Partnership

Nomina No 507 LLP

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

supplemental as regards each underwriting member of Lloyd's who has conducted or will hereafter conduct general business for the 1999 or any subsequent year or year of account ("the Member") to

- (i) the Member's Lloyd's Premiums Trust Deed for general business applicable for the year or years of account in question ("the Member's PTD"); and
- (ii) Lloyd's American Instrument 1995

In this Form unless the context otherwise requires terms used are to be interpreted as provided by the Offshore Policies Instrument.

Amount due or owing on the mortgage or charge (continued)

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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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in bold black
capitals*

themselves and as trustees for any person to whom a sum of money is or becomes payable in respect of a "Permitted Offshore Policies Trust Outgoing" as defined in clause 4(a) of and paragraph 1 of Schedule 3 to the Offshore Policies Instrument in respect of the Member's Offshore Policies Business as defined in Schedule 1 thereto; and subject thereto, the Regulating Trustee, the Managing Agent's Trustees of any Managing Agent and other trustees appointed under or pursuant to the Member's PTD as trustees for any person to whom a sum of money is or becomes payable in respect of a "Permitted Trust Outgoing" as defined in clause 3(a) of and paragraph 1 of Schedule 3 of the Member's PTD.

Short particulars of all the property mortgaged or charged (continued)

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typescript, or in
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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. OC340391

CHARGE NO. 4

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LLOYD'S ASIA (OFFSHORE
POLICIES) INSTRUMENT 2002(GENERAL BUSINESS OF ALL
UNDERWRITING MEMBERS) (THE OFFSHORE POLICIES
INSTRUMENT) DATED THE 1 JANUARY 2009 AND CREATED BY
NOMINA NO 507 LLP FOR SECURING ALL SUMS DUE OR TO
BECOME DUE 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 15 JANUARY 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17 JANUARY
2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES