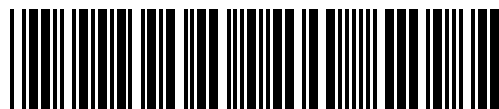




Registration of a Charge

Company Name: **DESS AQUA (UK) LIMITED**

Company Number: **SC610915**



Received for filing in Electronic Format on the: **28/04/2022**

XB2UTWGY

Details of Charge

Date of creation: **27/04/2022**

Charge code: **SC61 0915 0022**

Persons entitled: **ARION BANK HF.**

Brief description: **"BEINN BHREAC" WITH OFFICIAL NUMBER 923998.**

Contains fixed charge(s).

Contains negative pledge.

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by: **RACHAEL OPEAGBE, TRAINEE SOLICITOR**



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 610915

Charge code: SC61 0915 0022

The Registrar of Companies for Scotland hereby certifies that a charge dated 27th April 2022 and created by DESS AQUA (UK) LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 28th April 2022 .

Given at Companies House, Edinburgh on 28th April 2022

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Maritime &
Coastguard
Agency

Mortgage of a Vessel

(The application form is to secure Account Current etc /
other obligation)

GUIDANCE NOTES – PLEASE READ

- If more than one mortgagor then a separate mortgage is required from each mortgagor, unless shares are jointly held.
- If more than one mortgage is submitted at the same time the mortgagees will be required to advise which mortgage to register first in a signed letter on headed paper.
- In respect of fishing vessels, mortgages may be registered only against those registered with FULL registration.
- The prompt registration of a mortgage deed with the Registry is essential to establish the priority of the mortgage. This is because the priority of the mortgage is determined by the date on which it is produced for registration and not from the date of the mortgage itself.
- If the mortgagor is a company the mortgage must be registered with the Registrar of Companies within 21 days of its execution.
- It is important that the Registry is informed of any changes.
- **Please write in BLOCK CAPITALS, and tick boxes where appropriate. If an * is stated, then please delete as appropriate.**

The mortgage reference number (issued by the mortgagee) is:

1: DETAILS OF THE VESSEL

Is this mortgage in respect of a Fishing Vessel?

Yes ☐

No ☒

Name of Vessel	BEINN BHREAC
Official Number	923998

2: THE MORTGAGE

Whereas there is:

State "an account current" or write in a short description of the obligation.	An account current

between

Full Name(s) / Company Name	Dess Aqua (UK) Limited
Address (Place of Business in respect of a company)	Office 2, The Moorings Suite
	Malin House, European Marine Science Park,
	Oban, Argyll, United Kingdom, PA37 1SZ

*as joint mortgagors (hereinafter called "the mortgagor")

2: THE MORTGAGE (continued)

and

Full Name(s) / Company Name	Arion Bank HF.
Address (Place of Business in respect of a company)	Borgartún 19, 105 Reykjavík, Iceland

*as joint mortgagees (hereinafter called "the mortgagee")

Describe fully the nature of the liabilities secured. You may refer to another document.	<p>Whereas there is a facility agreement dated <u>27 April</u> 2022 (as may be amended, varied or supplemented from time to time, the Facility Agreement), between (1) Dess Aqua (UK) Limited, whose registered office is at Office 2, The Moorings Suite, Malin House, European Marine Science Park, Oban, Argyll, United Kingdom, PA37 1SZ (hereinafter called the Mortgagor) and Blue Aqua Ships AS. of Sjøgata 41, 6065 Ulsteinvik, Norway, as joint and several borrowers, (2) Arion Bank HF. of Borgartún 19, 105 Reykjavík, Iceland as original lender, (3) Arion Bank HF. of Borgartún 19, 105 Reykjavík, Iceland as agent and (4) Arion Bank HF. of Borgartún 19, 105 Reykjavík, Iceland, as security agent (in such capacity hereinafter called the Mortgagee).</p> <p>The Mortgagor has agreed that this mortgage shall secure payment by the Mortgagor to the Mortgagee of all sums for the time being and from time to time owing to the Mortgagee in the manner and at the times set forth in the Facility Agreement and a deed of covenants dated <u>27 April</u> 2022 (as the same may be amended, varied or supplemented from time to time, the Deed of Covenants) made between the Mortgagor and the Mortgagee and whereas the amount of principal and interest and any other sums due at any given time and the manner and time of payment can be ascertained by reference to the Facility Agreement and Deed of Covenants (as so amended, varied or supplemented) and/or to the books of account (or other accounting records) of the Mortgagee.</p>
--	--

ACCOUNT CURRENT

Please complete the below in respect of "account current" by deleting where appropriate

~~I/We~~ the mortgagor(s) in consideration of the advance made or to be made to ~~me/us~~ by the mortgagee(s), bind ~~myself/ourselves~~ to pay the mortgagee(s) the sums for the time being due on this security whether by way of principle, interest or otherwise at the time(s) and in the manner mentioned above.

OTHER OBLIGATION

Please complete the below in respect of “other obligation”.

~~*I/we the mortgagor(s) in consideration~~

~~bind *myself/ourselves to~~

~~for the purpose of better securing to the mortgagee(s) the *sums/obligation mentioned above.~~

~~*I/we hereby mortgage to the mortgagee(s)~~

State the shares, in both figures and words	Figures	64/64ths
	Words	Sixty four sixty fourths

~~shares of which *I/we are the owners in the ship described above and its appurtenances.~~

~~Lastly, *I/we for myself/ourselves hereby declare that *I/we have the power to mortgage in the manner aforesaid the above-mentioned shares and that they are free from encumbrances. *Save as appears by the registry of the above ship.~~

PLEASE READ BEFORE COMPLETING SECTION 3:

If the mortgagor is a company, then **SECTION 3A must be completed.**

If the mortgagor(s) are one or more individuals, then **SECTION 3B must be completed.**

If the mortgagor(s) are a Limited Liability Partnership, then **SECTION 3C must be completed.**

When the mortgage is originally executed you should send this deed (with the applicable fee) via email or post to:

Registry of Shipping and Seamen

Anchor Court, Keen Road, Cardiff, CF24 5JW, UK.

Tel No: 0203 90 85200

Email:	Fishing:	Pleasure:	Commercial:
	fishing.registry@mcga.gov.uk	part1.registry@mcga.gov.uk	comm.registry@mcga.gov.uk

3A: COMPLETE IF THE MORTGAGOR IS A COMPANY

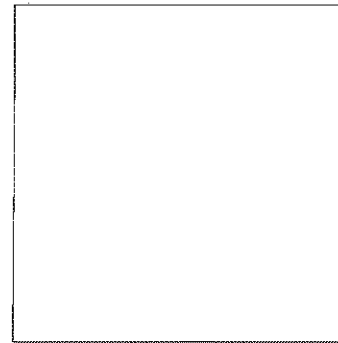
Executed by the mortgagor as a deed (in England, Wales and Northern Ireland)

Subscribed by the mortgagor (in Scotland)

On this 27th day of April 2022 by:-

**** (a) the affixing of the common seal of the mortgagor in the presence of the following persons signing; or**

**** (b) signing by the following persons; **delete as appropriate**



Company seal

Director	
Director or Secretary	
Authorised Signatory	
Authorised Signatory	<p><i>HFW</i> MIRANDA STOCK Attorney-in-Fact Date</p> <p><i>ms stock</i></p>
# Witnessed by (Signature)	<i>[Signature]</i>
Name of Witness (PRINT NAME)	Christopher Mayhill Solicitor
Address of Witness (PRINT ADDRESS)	Holman Fenwick Willan LLP, Friary Court 65 Crutched Friars London EC3N 2AE

If the signature must be witnessed the name and address of the witness must be given

Note: IN ENGLAND, WALES & NORTHERN IRELAND – signature may be by (a) two directors; (b) by the company secretary and a director, or (c) by a director in the presence of a witness who completes the details above to attest the signature. If the common seal is affixed any special requirement of the company's articles about signing must be complied with.

IN SCOTLAND – signature may be by one director or the secretary of the company or one person authorised to sign the document on behalf of the company, or one member of the Limited Liability Partnership, provided such single signature is witnessed. Alternatively, signature may be effected without a witness by two directors, or a director and the secretary, or two persons authorised to sign the document on behalf of the company, or two members of the Limited Liability Partnership. Note that signature by one authorised signatory and either a director or the secretary of the company is not valid.

OFFICIAL USE ONLY			
Mortgage (Priority)	<input type="text"/>	Date of Entry into the Register	<input type="text"/>
Time of Entry	<input type="text"/>	Officer's Initials	<input type="text"/>

3B: COMPLETE IF THE MORTGAGOR(S) IS/ARE ONE OR MORE INDIVIDUAL(S)

* Executed as a deed (in England and Wales)

* Subscribed (in Scotland)

* Signed, sealed and delivered (in Northern Ireland)

* Delete as appropriate

On this day of..... 20

by the following person(s) signing as mortgagor(s):

Seal(s) if executed in Northern Ireland

Signature(s) of Mortgagor(s)		
In the presence of: Signature(s) of Witness(es)		
Name(s) of Witness(es)		
Address(es) of Witness(es)		
Occupation(s) of Witness(es)		

NOTE: Every signature must have one witness.

OFFICIAL USE ONLY

Mortgage (Priority)

Date of Entry into the Register

Time of Entry

Officer's Initials

HP

3C: COMPLETE IF THE MORTGAGOR(S) ARE A LIMITED LIABILITY PARTNERSHIP

◇ Executed by the mortgagor as a deed (in England, Wales and Northern Ireland)

◇ Subscribed by the mortgagor (in Scotland)

* Delete as appropriate

On this day of 20 by signing by the following persons:

Member	
Member	
Witnessed by (Signature)	
Name of Witness (PRINT NAME)	
Address of Witness (PRINT ADDRESS)	

NOTE: In Scotland subscription may be by one member of the Limited Liability Partnership and one witness, or by two members of the Limited Liability Partnership.

OFFICIAL USE ONLY

Mortgage (Priority)

Date of entry into the Register

Time of entry

Officer's Initials

HP

4: TRANSFER OF MORTGAGE

*I/we, the above mentioned mortgagee(s), in consideration of: (Enter the sum of money or the nature of the obligation).	

This day (enter "paid to me/us" or a narrative suitable to the obligation).	

By:	Full Name(s) of Transferee	
	Address (Please write the place of business if a company)	

hereby transfer to *him/her/them the benefit of the within written security

PLEASE READ:

If the transferor is a company, then **SECTION 4A must be completed.**

If the transferor(s) are one or more individuals, then **SECTION 4B must be completed.**

If the transferor(s) are a Limited Liability Partnership, then **SECTION 4C must be completed.**

When a transfer of mortgage is executed you should send this deed by email or post to:

Registry of Shipping and Seamen

Anchor Court, Keen Road, Cardiff, CF24 5JW, UK.

Tel No: 0203 90 85200

Email:

Fishing:
 fishing.registry@mcga.gov.uk

Pleasure:
 part1.registry@mcga.gov.uk

Commercial:
 comm.registry@mcga.gov.uk

4A: COMPLETE IF THE TRANSFEROR IS A COMPANY

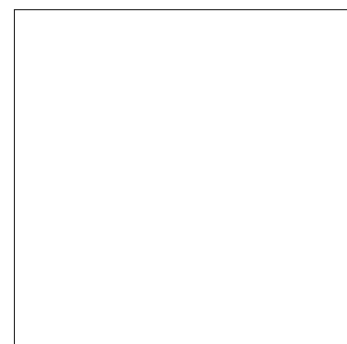
◇ Executed by the transferor as a deed (in England, Wales and Northern Ireland)

◇ Subscribed by the transferor (in Scotland)

On this day of 20 by:-

**** (a) the affixing of the common seal of the transferor in the presence of the following persons signing; or**

**** (b) signing by the following persons;** ** Delete as appropriate



Company seal

Director	
Director or Secretary	
Authorised Signatory	
Authorised Signatory	
** Witnessed by (Signature)	
Name of Witness (PRINT NAME)	
Address of Witness (PRINT ADDRESS)	

If the signature must be witnessed the name and address of the witness must be given

Note: IN ENGLAND, WALES & NORTHERN IRELAND – signature may be by (a) two directors; (b) by the company secretary and a director, or (c) by a director in the presence of a witness who completes the details above to attest the signature. If the common seal is affixed any special requirement of the company's articles about signing must be complied with.

IN SCOTLAND – signature may be by one director or the secretary of the company or one person authorised to sign the document on behalf of the company, or one member of the Limited Liability Partnership, provided such single signature is witnessed. Alternatively, signature may be effected without a witness by two directors, or a director and the secretary, or two persons authorised to sign the document on behalf of the company, or two members of the Limited Liability Partnership. Note that signature by one authorised signatory and either a director or the secretary of the company is not valid.

OFFICIAL USE ONLY

Transfer of Mortgage (Priority)

Date of Entry into the Register

Time of Entry

Officer's Initials

4B: COMPLETE IF TRANSFEROR(S) IS/ARE ONE OR MORE INDIVIDUAL(S)

- * Executed as a deed (in England and Wales)
- * Subscribed (in Scotland)
- * Signed, sealed and delivered (in Northern Ireland)

* Delete as appropriate

On this day of..... 20

by the following person(s) signing as transferor(s):

Seal(s) if executed in Northern Ireland

Signature(s) of Transferor(s)		
In the presence of: Signature(s) of Witness(es)		
Name(s) of Witness(es)		
Address(es) of Witness(es)		
Occupation(s) of Witness(es)		

NOTE: Every signature must have one witness.

HPWD Form 634SE
OFFICIAL USE ONLY

Transfer of Mortgage (Priority)

Date of Entry into the Register

Time of Entry

Officer's Initials

4C: COMPLETE IF TRANSFEROR(S) ARE A LIMITED LIABILITY PARTNERSHIP

◇ Executed by the transferor as a deed (in England, Wales and Northern Ireland)

◇ Subscribed by the transferor (in Scotland)

* Delete as appropriate

On this day of 20 by signing by the following persons:

Member	
Member	
Witnessed by (Signature)	
Name of Witness (PRINT NAME)	
Address of Witness (PRINT ADDRESS)	

NOTE: In Scotland subscription may be by one member of the Limited Liability Partnership and one witness, or by two members of the Limited Liability Partnership.

HPW/DIR/63434
OFFICIAL USE ONLY

Transfer of Mortgage (Priority)

Date of Entry into the Register

Time of Entry

Officer's Initials

5: DISCHARGE OF A MORTGAGE

* Received by the within-mentioned *mortgage(s)/transferee(s) of the mortgage, enter "the sum of £...", or a narrative suitable to the obligation.

This within written security is now discharged.

* The within-mentioned *mortgagee(s)/transferee(s) have agreed to discharge this within written security and it is therefore discharged.

PLEASE READ:

Warning: If the discharged deed is not presented to the Registry the mortgage will remain registered against the vessel.

If the Discharge is given by a company, then **SECTION 5A must be completed.**

If the Discharge is given by one or more individuals, then **SECTION 5B must be completed.**

If the Discharge is given by a Limited Liability Partnership, then **SECTION 5C must be completed.**

When a Discharge of Mortgage is executed you should send this deed via email or post to:

Registry of Shipping and Seamen

Anchor Court, Keen Road, Cardiff, CF24 5JW, UK.

Tel No: 0203 90 85200

Email:

Fishing:
fishing.registry@mcga.gov.uk

Pleasure:
part1.registry@mcga.gov.uk

Commercial:
comm.registry@mcga.gov.uk

5A: COMPLETE IF DISCHARGE IS GIVEN BY A COMPANY

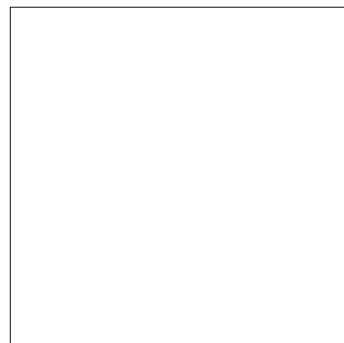
◇ Executed by the mortgagee/transferee as a deed (in England, Wales and Northern Ireland)

◇ Subscribed by the mortgagee/transferee (in Scotland)

On this day of 20 by:-

**** (a) the affixing of the common seal of the * mortgagee/
transferee in the presence of the following persons
signing; or**

**** (b) signing by the following persons;** *delete as appropriate



Company seal

Director	
Director or Secretary	
Authorised Signatory	
Authorised Signatory	
** Witnessed by (Signature)	
Name of Witness (PRINT NAME)	
Address of Witness (PRINT ADDRESS)	

If the signature must be witnessed the name and address of the witness must be given

Note: IN ENGLAND, WALES & NORTHERN IRELAND – signature may be by (a) two directors; (b) by the company secretary and a director, or (c) by a director in the presence of a witness who completes the details above to attest the signature. If the common seal is affixed any special requirement of the company's articles about signing must be complied with.

IN SCOTLAND – signature may be by one director or the secretary of the company or one person authorised to sign the document on behalf of the company, or one member of the Limited Liability Partnership, provided such single signature is witnessed. Alternatively, signature may be effected without a witness by two directors, or a director and the secretary, or two persons authorised to sign the document on behalf of the company, or two members of the Limited Liability Partnership. Note that signature by one authorised signatory and either a director or the secretary of the company is not valid.

OFFICIAL USE ONLY			
Discharge of Mortgage (Priority)	<input type="text"/>	Date of Entry into the Register	<input type="text"/>
Time of Entry	<input type="text"/>	Officer's Initials	<input type="text"/>

5B: COMPLETE IF DISCHARGE IS GIVEN BY ONE OR MORE INDIVIDUAL(S)

- * Executed as a deed (in England and Wales)
- * Subscribed (in Scotland)
- * Signed, sealed and delivered (in Northern Ireland)

* Delete as appropriate

On this day of..... 20

by the following person(s) signing as mortgagee(s)/transferee(s):

Seal(s) if executed in Northern Ireland

Signature of Mortgagee(s)/Transferee(s)		
In the presence of: Signature(s) of Witness(es)		
Name(s) of Witness(es)		
Address(es) of Witness(es)		
Occupation(s) of Witness(es)		

NOTE: Every signature must have one witness.

OFFICIAL USE ONLY

Discharge of Mortgage (Priority)

Date of Entry into the Register

Time of Entry

Officer's Initials

5C: COMPLETE IF DISCHARGE IS GIVEN BY A LIMITED LIABILITY PARTNERSHIP

◇ Executed by the mortgagor as a deed (in England, Wales and Northern Ireland)

◇ Subscribed by the mortgagor (in Scotland)

◇ Delete as appropriate

On this day of 20 by signing by the following persons:

Member	
Member	
Witnessed by	
Name (PRINT NAME)	
Address (PRINT ADDRESS)	

NOTE: In Scotland subscription may be by one member of the Limited Liability Partnership and one witness, or by two members of the Limited Liability Partnership.

Your Information

We collect personal information about you to carry out our official duty and to keep the UK ship register up to date and to make sure our services are planned to meet vessel owner's needs.

For more information on how we use your information please see our full privacy policy available on our website <https://www.gov.uk/government/organisations/maritime-and-coastguard-agency>.

OFFICIAL USE ONLY

Discharge of Mortgage (Priority)

Date of Entry into the Register

Time of Entry

Officer's Initials