

**Particulars of a mortgage or charge****395****A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.**

3 APR 2003

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

1132

00464648

Name of company

\* British Midland Airways Limited (the "Company")

Date of creation of the charge

15 March 2003

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

An Assignment of Insurances

Amount secured by the mortgage or charge

All sums owing to the Lessor (as defined below) under or pursuant to:

(a) an aircraft lease agreement relating to an Airbus model A330-200 aircraft with manufacturer's serial number 401 (the "Aircraft") dated 19 October 2000 as novated, amended and restated by a lease novation and amendment agreement dated 15 March 2003 and made between (1) the Company and (2) the Lessor (as defined below) (the "Lease Agreement");

(b) such Assignment of Insurances; and

(c) any other documents executed to guarantee or secure sums owing under the Lease Agreement.

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

MALC Lease Four Ltd. (the "Lessor")  
Mareva House, 4 George Street  
P.O. Box N 3937  
Nassau, Bahamas.

Postcode

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

Norton Rose  
Kempson House  
Camomile Street  
London  
EC3A 7AN

172/AA49345/forms/BMI M395.ldd

Time critical reference  
ACP/172/AA49345

For official Use  
Mortgage Section

A19  
COMPANIES HOUSE

0719  
03/04/03

The Company's right, title and interest in and to:

- (a) the benefit of all insurances of the Aircraft; and
- (b) any compensation payable in respect of the requisition of title or compulsory acquisition of the Aircraft.

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed

*Nanton Rose*

Date 3 April 2003

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

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† 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:-  
Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00464648

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ASSIGNMENT OF INSURANCES DATED THE 15th MARCH 2003 AND CREATED BY BRITISH MIDLAND AIRWAYS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MALC LEASE FOUR LTD 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 3rd APRIL 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 7th APRIL 2003.

A handwritten signature in black ink, appearing to be 'P. Jones'.



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES