

# M

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

# 395

Please do not  
write in  
this margin

Pursuant to section 395 of the Companies Act 1985

CHA 116

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

To the Registrar of Companies

For official use

Company number

312

01036027

Name of company

\* **BIBBY BULK CARRIERS LIMITED** (the "Company")  
having its registered office at 105 Duke Street, Liverpool L1 5JQ

\* insert full name  
of company

Date of creation of the charge

23 December 1996

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

A first priority statutory Isle of Man Mortgage (the "Mortgage") executed by the Company in favour of Chase Manhattan International Limited (the "Mortgagee")

Amount secured by the mortgage or charge

All sums for the time being owing to the Mortgagee in the manner and at the time set forth in the Guarantee (as hereinafter defined) and the Deed of Covenant (as hereinafter defined) (as each of the same may from time to time hereafter be amended, varied or supplemented).

"**Guarantee**" means a guarantee dated 28 February 1996 and made between, inter alios, the Company and the Mortgagee as security agent as amended and supplemented by a supplemental deed dated 23 December 1996 made between, inter alios, the Company and the Mortgagee;

"**Deed of Covenant**" means a deed of covenant dated 23 December 1996 made between the Company and the Mortgagee;

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

Chase Manhattan International Limited

125 London Wall

London

Postcode

EC2Y 5AJ

Presentor's name address and  
reference (if any);

**Norton Rose**  
Kempson House  
PO Box 570  
Camomile Street  
London EC3A 7AN

89\Z149561\395-1.doc

Time critical reference

For official use  
Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

Sixty four sixty fourth (64/64th) shares in the Ship (as hereinafter defined) and in her boats and appurtenances.

"Ship" means the m.v. "CHESHIRE" registered at the Port of Douglas, in the Isle of Man under Official Number 723640;

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

*Norton Rose*

Date

*24 December 1996*

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

† delete as appropriate

- 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.

FILE COPY



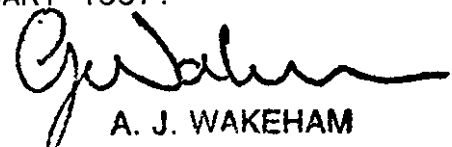
## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01036027

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIRST PRIORITY STATUTORY ISLE OF MAN MORTGAGE DATED THE 23rd DECEMBER 1996 AND CREATED BY BIBBY BULK CARRIERS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO CHASE MANHATTAN INTERNATIONAL LIMITED IN THE MANNER AND AT THE TIME SET FORTH IN THE GUARANTEE (AS DEFINED) AND THE DEED OF COVENANT (AS DEFINED) (AS EACH OF THE SAME MAY FROM TIME TO TIME HEREAFTER BE AMENDED, VARIED OR SUPPLEMENTED) WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 30th DECEMBER 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 6th JANUARY 1997.

  
A. J. WAKEHAM

for the Registrar of Companies



COMPANIES HOUSE

HC026B