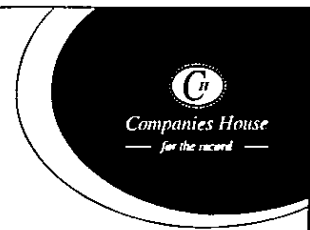


034125/13

In accordance with
Section 860 of the
Companies Act 2006

MG01

Particulars of a mortgage or charge



A fee is payable with this form

We will not accept this form unless you send the correct fee

Please see 'How to pay' on the last page

☒ **What this form is for**
You may use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland

☒ **What this form is NOT for**
You cannot use this form to
particulars of a charge for a
company. To do this, please
form MG01s

THURSDAY



RM 29/07/2010 130
COMPANIES HOUSE

1 Company details		42 for official use → Filing in this form Please complete in typescript or in bold black capitals All fields are mandatory unless specified or indicated by *
Company number	0 1 0 3 6 0 2 7	
Company name in full	BIBBY BULK CARRIERS LIMITED (the "Mortgagor")	
2 Date of creation of charge		
Date of creation	d 0 9 m 0 7 y 2 0 1 0	
3 Description		
Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'		
Description	A statutory Maltese mortgage (the "Mortgage") over the motor vessel "SHROPSHIRE" (the "Ship") executed jointly by the Mortgagor and BIBBY NAVIGATION LIMITED in favour of NORDEA BANK FINLAND PLC, a bank incorporated in Finland acting through its London branch (the "Mortgagee")	
4 Amount secured		
Please give us details of the amount secured by the mortgage or charge		
Amount secured	(A) All sums for the time being and from time to time owing to the Mortgagee on the Account Current whether by way of principal, interest or otherwise including all sums due or to become due to the Mortgagee under the Loan Agreement, the Master Agreement and the Deed of Covenants (whether actually, contingently, presently and/or in the future) and all costs, charges, expenses or other moneys, and where applicable interest thereon, connected with or incurred for the purpose of creating, preserving, maintaining, administering, protecting and enforcing or attempting to enforce the Mortgage, in the manner and at the times set forth in the Loan Agreement, the Master Agreement and/or the Deed of Covenants, and (please see continuation sheet)	
		Continuation page Please use a continuation page if you need to enter more details

MG01 - continuation page

Particulars of a mortgage or charge

4	Amount secured	
	Please give us details of the amount secured by the mortgage or charge	
Amount secured	<p>(B) The performance by the Borrowers of their obligations under the Loan Agreement, the Master Agreement and/or the Deed of Covenants,</p> <p>together the "Outstanding Indebtedness"</p>	

MG01

Particulars of a mortgage or charge

5

Mortgagee(s) or person(s) entitled to the charge (if any)

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge

Name

NORDEA BANK FINLAND PLC, London Branch

Address

8th Floor, City Place House, 55 Basinghall Street

London

Postcode

E C 2 V 5 N B

Name

Address

Postcode

Continuation page

Please use a continuation page if you need to enter more details.

6

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Continuation page

Please use a continuation page if you need to enter more details

Short particulars

The Mortgagor, for the purpose of securing payment of the Outstanding Indebtedness

(A) covenants with the Mortgagee and its assigns to pay the sums for the time being due on the Account Current and Mortgage, whether by way of principal or interest and at the time and manner aforesaid, and

(B) mortgages to the Mortgagee, all the shares of which it is owner, in the Ship, and in her boats and appurtenances

(Please see continuation sheets ~~4~~ attached)

MG01 - continuation page

Particulars of a mortgage or charge

6

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

In the Mortgage and this form MG01 the following expressions have the following meanings

"Account Current" means the account between the Borrowers and the Mortgagee regulated by the Loan Agreement, the Master Agreement and the Deed of Covenants,

"Bibby Navigation Limited" means a company incorporated in England and Wales with company registration number 01195556, with its registered office at 105 Duke Street, Liverpool L1 5JQ, England,

"Bibby Transport Limited" means a company incorporated in England and Wales with company registration number 01277618, with its registered office at 105 Duke Street, Liverpool L1 5JQ, England,

"Borrowers" means the Mortgagor, Bibby Navigation Limited and Bibby Transport Limited,

"Deed of Covenants" means the deed of covenants dated 9 July 2010 and made between the Mortgagor, Bibby Navigation Limited and the Mortgagee (as the same may from time to time be varied, supplemented and/or amended),

"Loan Agreement" means the loan agreement dated 9 July 2010 and made between the Borrowers and the Mortgagee (as the same may from time to time thereafter be varied, supplemented and/or amended),

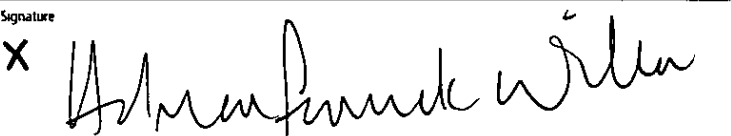
"Master Agreement" means the master agreement dated 9 July 2010 and made between the Borrowers and the Mortgagee relating to, amongst other things, interest or currency exchange transactions entered into between the Mortgagee and the Borrowers at any time (including each schedule thereto and each confirmation exchanged pursuant thereto, and

"Ship" means m v "SHROPSHIRE", registered in the ownership of the Mortgagor and Bibby Navigation Limited under the laws and flag of Malta at the Port of Valetta with official number 9497115 and the engines, machinery, boats, tackle, outfits, spare parts, fuel, consumable and other stores, belongings and appurtenances of the said Ship, whether on board or to become appurtenant to or intended to be used for the said Ship if on shore, and all additions, improvements and replacements to either the Ship or the said engines or other matters

Capitalised terms in the Mortgage and this form MG01 have, unless expressly defined in the Mortgage and this form MG01, the same meaning as defined in the Loan Agreement

MG01

Particulars of a mortgage or charge

7	Particulars as to commission, allowance or discount (if any)	
	<p>Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his</p> <ul style="list-style-type: none"> - subscribing or agreeing to subscribe, whether absolutely or conditionally, or - procuring or agreeing to procure subscriptions, whether absolute or conditional, <p>for any debentures included in this return The rate of interest payable under the terms of the debentures should not be entered</p>	
Commission allowance or discount	N/A	
8	Delivery of instrument	
	<p>You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860) If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 866)</p> <p>We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 870) The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it Where a body corporate gives the verification, an officer of that body must sign it We will also accept a verified copy where section 867(2) applies (property situated in another part of UK)</p>	
9	Signature	
	Please sign the form here	
Signature	<p>Signature</p> <p>X  X</p>	
	This form must be signed by a person with an interest in the registration of the charge	

MG01

Particulars of a mortgage or charge



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name William MacLachlan

Company name HOLMAN FENWICK WILLAN LLP

Address FRIARY COURT

65 CRUTCHED FRIARS

Post town LONDON

County/Region

Postcode E C 3 N 2 A E

Country UNITED KINGDOM

DX

Telephone 02072648007 / 02072648000



Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have included the original deed with this form
- ☐ You have entered the date the charge was created
- ☐ You have supplied the description of the instrument
- ☐ You have given details of the amount secured by the mortgagee or chargee
- ☐ You have given details of the mortgagee(s) or person(s) entitled to the charge
- ☐ You have entered the short particulars of all the property mortgaged or charged
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

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

Make cheques or postal orders payable to 'Companies House'.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 869(5) & (6) of the Companies Act 2006

COMPANY NO. 1036027
CHARGE NO. 42

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A STATUTORY MALTESE
MORTGAGE DATED 9 JULY 2010 AND CREATED BY BIBBY
BULK CARRIERS LIMITED FOR SECURING ALL MONIES DUE
OR TO BECOME DUE FROM THE COMPANY TO NORDEA BANK
FINLAND PLC, LONDON BRANCH ON ANY ACCOUNT
WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED
INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS
REGISTERED PURSUANT TO CHAPTER 1 PART 25 OF THE
COMPANIES ACT 2006 ON THE 29 JULY 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 4 AUGUST 2010

P



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES