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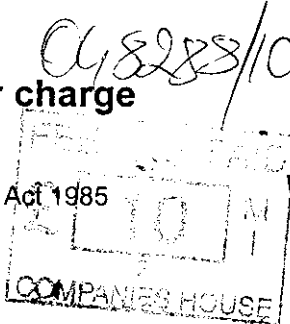
Please do not
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this margin

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

* insert full name
of company

COMPANIES FORM No. 395 Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985



395

To the Registrar of Companies
(address on page 2 - Note 5)

For official use

Company number

01112

1982873

Name of company

* THE WOODLAND TRUST

Date of creation of the charge

[13 APRIL 2004] 24 MARCH 2004

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

A STANDARD SECURITY which was presented for registration in Scotland on 13 April 2004 AND dated 8th MARCH 2004

Amount secured by the mortgage or charge

AND

07
IN SECURITY OF OBLIGATIONS UNDERTAKEN AND
PAYMENTS MADE UNDER AND IN TERMS OF THE
STANDARD SECURITY BY THE COMPANY AND
WOODLAND TRUST (ENTERPRISES) LIMITED TO
BP EXPLORATION OPERATING COMPANY LIMITED

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

T. BP EXPLORATION OPERATING COMPANY LIMITED, CHERTSEY ROAD,
SUNBURY ON THAMES, MIDDLESEX

Postcode

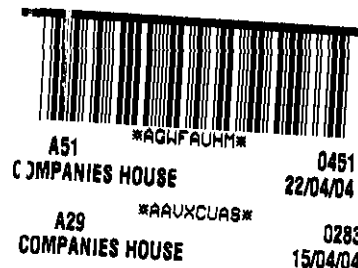
TW 16 7BP

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

Paull & Williamsons
Solicitors
214 Union Street
ABERDEEN AB10 1QY (KLB)

Time critical reference

For Official Use
Mortgage Section



Please do not
write in
this margin

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

All and Whole 245.42 hectares or thereby at
Glen Quey and Balliliesk, Glendevon, Perth,
now registered in the Land Register of
Scotland Under Title Number PTH 21501

Particulars as to commission allowance or discount (note 3)

W/A

Signed



Date

15 April 2004

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

† 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 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ.

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CHFP000

COMPANIES FORM No. 398

Certificate of registration in Scotland or Northern Ireland of a charge comprising property situate there

398

Pursuant to section 398(4) of the Companies Act 1985

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf)

For official use

Company number

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1982873

Name of company

* insert full name
of company

* THE WOODLAND TRUST

KATHRYN LOUISE BLACK

of PAUL & WILLIAMSON'S, SOLICITORS,
214 UNION STREET
ABERDEEN AB10 1QY* give date and
parties to chargecertify that the charge * being a STANDARD SECURITY by
WOODLAND TRUST and Woodland Trust (Enterprises) Limited in
favour of B.P EXPLORATION OPERATING COMPANY LIMITED dated 8 and 24 March 2004

of which a true copy is annexed to this form was presented for registration on 13 April 2004

† delete as
appropriatein [Scotland] ~~Northern Ireland~~ †† delete as
appropriate

Signed



Date 21/4/04

Presenter's name address and
reference (if any) :Paul & Williamsons
Solicitors
214 Union Street
ABERDEEN AB10 1QY
(KLB)For official Use
Mortgage Section

Post room

Notes

The address of the Registrar of Companies is :-

Companies House
Crown Way
Cardiff
CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01982873

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A STANDARD SECURITY WHICH WAS PRESENTED FOR REGISTRATION IN SCOTLAND ON 13TH APRIL 2004 AND DATED 8TH MARCH 2004 AND DATED THE 24th MARCH 2004 AND CREATED BY WOODLAND TRUST(THE) FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BP EXPLORATION OPERATING COMPANY LIMITED 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 22nd APRIL 2004.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 26th APRIL 2004.

P. Kw



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES