

MR01

Particulars of a charge

Oyez

132422/52

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to register
a charge created or evidenced by
an instrument

☒ **What this form is NOT for**
You may not use this form to
register a charge where there is no
instrument Use form MR08

For further information, please
refer to our guidance at
www.companieshouse.gov.uk

This form **must be delivered to the Registrar for registration within
21 days** beginning with the day after the date of creation of the charge. If
delivered outside of the 21 days it will be rejected unless it is accompanied by a
court order extending the time for delivery

☒ You **must** enclose a certified copy of the instrument with this form. This will be
scanned and placed on the public record

WEDNESDAY



A215B94J

A03

02/10/2013

#63

COMPANIES HOUSE
For official use

7

Filing in this form

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

1 Company details

Company number 0 2 4 3 6 3 5 0

Company name in full TEEKAY PETROJARL FLOATING PRODUCTION UK LTD

2 Charge creation date

Charge creation date 01 08 20 09 20 13

3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees
entitled to the charge

Name / DNB BANK ASA, NEW YORK BRANCH

Name

Name

Name

If there are more than four names, please supply any four of these names then
tick the statement below

☐ I confirm that there are more than four persons, security agents or
trustees entitled to the charge

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Description

Please give a short description of any land (including buildings), ship, aircraft or intellectual property registered (or required to be registered) in the UK which is subject to this fixed charge or fixed security

Continuation page

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

Description

The FPSO "PETROJARL BANFF" registered in the ownership of the Owner under the flag of the Isle of Man with Official Number 730473 together with all her engines, machinery, boats, tackle, outfit, fuels, spares, consumable and other stores, belongings and appurtenances, whether on board or ashore, including any which may in the future be put on board or may in the future be intended to be used for the Vessel if on shore

name of ship	"PETROJARL BANFF"
official number	730473
port of registry	Douglas, Isle of Man, IOM
length	108 65m
breadth	42 67m
depth	16 03m
sailing steam or motor ship	Motor
Horse power of engines	8400 00KW
gross tonnage	8488 00
net tonnage	5547 00

5

Fixed charge or fixed security

Does the instrument include a fixed charge or fixed security over any tangible or intangible (or in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box

- ☐ Yes
☒ No

6

Floating charge

Is the instrument expressed to contain a floating charge? Please tick the appropriate box

- ☐ Yes Continue
☒ No Go to Section 7

Is the floating charge expressed to cover all the property and undertaking of the company?

- ☐ Yes

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Negative Pledge

Do any of the terms of the charge prohibit or restrict the charger from creating any further security that will rank equally with or ahead of the charge? Please tick the appropriate box

- ☐ Yes
☒ No

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Trustee statement

You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge

☐

¹ This statement may be filed after the registration of the charge (use form MR06)

9

Signature

Please sign the form here

Signature

Signature

X *Stephenson Harwood LLP* X

This form must be signed by a person with an interest in the charge

MR01

Particulars of a charge



Presenter information

We will send the certificate to the address entered below. All details given here will be available on the public record. You do not have to show any details here but, if none are given, we will send the certificate to the company's Registered Office address.

Contact name
Melsadie Copeland

Company name
Stephenson Harwood LLP

Address
1 Finsbury Circus

London

Post town

County/Region

Postcode
E C 2 M 7 S H

Country

DX
DX 64, Chancery Lane

Telephone
020 7329 4422



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 a certified copy of the instrument with this form
- ☒ You have entered the date on which the charge was created
- ☒ You have shown the names of persons entitled to the charge
- ☒ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☒ You have given a description in Section 4, if appropriate
- ☒ You have signed the form
- ☒ You have enclosed the correct fee
- ☒ Please do not send the original instrument, it must be a certified copy



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 filed on paper.

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



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 2436350

Charge code: 0243 6350 0007

The Registrar of Companies for England and Wales hereby certifies that a charge dated 18th September 2013 and created by TEEKAY PETROJARL FLOATING PRODUCTION UK LTD. was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 2nd October 2013.

DA

Given at Companies House, Cardiff on 7th October 2013



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

WE CERTIFY THAT, SAVE FOR MATERIAL REDACTED
PURSUANT TO S.859G OF THE COMPANIES ACT 2006,
THIS COPY INSTRUMENT IS A CORRECT COPY OF THE
ORIGINAL INSTRUMENT



Isle of Man
Ship Registry

Certified a true copy this 1 day of
8 OCTOBER 2013
STEPHENSON HARWOOD LLP
Stephenson Harwood LLP
1 Finsbury Circus
London
EC2M 7SH

DEPARTMENT OF TRADE & INDUSTRY

The Merchant Shipping Registration Act 1991

Mortgage to Secure Account Current, etc (Body Corporate)

Official Number	Name of Ship	Port of Registry
730473	PETROJARL BANFF	Douglas, Isle of Man, IOM
Length (metres)	Breadth (metres)	Depth (metres)
108.65	42.67	16.13
Sailing, steam or motor ship	Horse power of engines (if any)	
Motor	8400.00 kW	
Gross Tonnage	Register/Net Tonnage	
18488.00	5547.00	(for dual tonnages, state the higher)

and as described in more detail in the Register Book

Insert recital

- 1 Stating that there is an account current between the mortgagor, giving *full name(s) *principal place of business and the mortgagee(s), giving *full name(s) *address(es) *occupation (if individuals) *add 'as joint mortgagees' if applicable
2. And describing the nature of the transaction, showing *how the amount of principal and interest due at any time is to be ascertained *the manner and time of payment

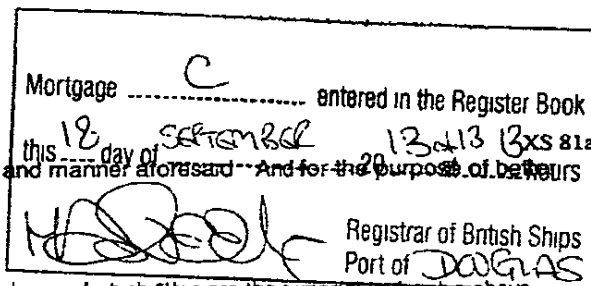
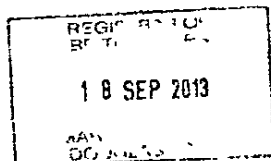
Whereas there is an account current between TEEKAY PETROJARL FLOATING PRODUCTION UK LTD a company incorporated under the laws of England and Wales whose principal place of business is at 20-22 Bedford Row, London WC1R 4JS, United Kingdom (hereinafter called the "Mortgagor") and DNB BANK ASA, NEW YORK BRANCH a company incorporated under the laws of Norway acting through its office at 200 Park Avenue, New York, NY10166-0396, United States of America (hereinafter called the "Mortgagee") regulated by a guarantee and indemnity dated 18 September 2013 given by the Mortgagor in favour of the Mortgagee as security trustee (hereinafter as the same may from time to time be amended, supplemented, novated or replaced called the "Agreement") and whereas the Mortgagor and the Mortgagee have executed a deed of covenants of even date herewith (hereinafter as the same may from time to time be amended, supplemented, novated or replaced called the "Deed of Covenants") and whereas the Mortgagor has agreed to execute this mortgage in favour of the Mortgagee for the purpose of securing payment to the Mortgagee of all sums for the time being owing to the Mortgagee as security trustee and certain other finance parties or any of them and their respective successors, transferees and assignees in the manner and at the times set forth in the Agreement and the Deed of Covenants and whereas the amount of principal and interest due at any given time can be ascertained by reference to the Agreement, the Deed of Covenants and to the books of account (or other accounting records) of the Mortgagee

now Full Name of TEEKAY PETROJARL FLOATING PRODUCTION UK LTD
I/we Mortgagor

in consideration of the premises for ourselves and our successors covenant with the said

Full name(s) of mortgagee(s) DNB BANK ASA, NEW YORK BRANCH

(hereinafter called the mortgagee(s) and *his/their/its assigns, to pay to him or them or it the sums for the time being due on



this security, whether by way of principal or interest at the times and manner aforesaid And for the purpose of better securing to the mortgagee(s) the payment of such sums as last

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

sixty four
sixty-
fourth
(64/64th)

shares of which *I/we are the owner(s) in the ship above particularly

described and in her boats and appurtenances Lastly we for ourselves and successors covenant with the mortgagee(s) and *his/her/its assigns that *I/we have the power to mortgage in the manner aforesaid the above mentioned shares and that the same are free from encumbrances

(if any subsisting encumbrances insert 'Save as appears by the registry of the said ship')

In the presence of;
Signature

[REDACTED SIGNATURE] LEONIE WAGIELAN

Status Director/Secretary, etc

ATTORNEY-IN FACT

Date 18 September 2013

Signature of witness

[REDACTED SIGNATURE] MELINDA COPELAND

Status Director /Secretary, etc

Date

*Delete as necessary

NOTES

1. The prompt registration of a mortgage deed at the ship's port of registry is essential to the security of the mortgage as a mortgage takes its priority from the date of production for registry, not from the date of instrument
2. Registered owners or mortgagees must inform the Registrar of British Ships of any changes of address

TRANSFER OF MORTGAGE

*I/We the within mentioned

Full name(s) of mortgagee(s)

In consideration of £ this day paid to *me/us by

Full Name(s)

Address(es)

Occupation(s) if individuals

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

To be completed by Individual/Joint Mortgagee(s)

Signature of mortgagee(s)

Date

executed by the above named mortgagee(s) in the presence of;

(If the transfer is executed in Scotland two witnesses are required)

Signature of witness(es)

1.

2.

Full Name(s)

1.

2.

Address(es)

1.

2.



XS 81a

Occupation(s)

1.	2.
----	----

To be completed by Body Corporate

Signature Date Status (Director/Secretary etc) Signature of witness Date Status (Director/Secretary etc)

Discharge of Mortgage

Received the sum of £ in discharge of this within written security

To be completed by Individual or Joint Mortgages

Full Name(s)

Signature of mortgagee(s) Date

executed by the above named mortgagee(s) in the presence of,

Signature of witness(es)

1.	2.
----	----

Full Name(s)

1.	2.
----	----

Address(es)

1.	2.

Occupation(s)

1.	2.
----	----

To be completed by Body Corporate

Name of Company Signature Date Status (Director/Secretary etc) Signature of witness Date Status (Director/Secretary etc) *NOTE If the discharged deed is not presented to the Registrar, the mortgage will remain registered against the ship***PLEASE ALSO NOTE:****DOCUMENTS EXECUTED OUTSIDE THE ISLE OF MAN, UNITED KINGDOM OR A RELEVANT BRITISH POSSESSION MUST BE CERTIFIED BY A NOTARY ESTABLISHED IN THAT COUNTRY.**