

MG01

Particulars of a mortgage or charge

47531/13.

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 register
particulars of a charge for
company. To do this, please use
form MG01s

MONDAY



A14
"A1LKC33M"
12/11/2012 #111
COMPANIES HOUSE

1 Company details

Company number 0 2 6 7 7 7 2 4

Company name in full TRANQUILLITY LEASING LIMITED (the "Lessor")

3 For official use

→ Filling in this form

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Date of creation of charge

Date of creation d 0 6 m 1 1 y 2 0 1 2

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 lessor account assignment (the "Lessor Account Assignment") made between the (i) the Lessor and (ii) Montengioni Inc (the "Lessee")

4 Amount secured

Please give us details of the amount secured by the mortgage or charge

Amount secured

All the Lessor's obligations to the Lessee under the Lease

(a) to apply amounts equal to all or part of the Proceeds (as defined in the
Proceeds Deed) under or pursuant to and in accordance with the Rebate
Provisions, and

(b) to pass title to the Ship to a purchaser when obliged to do so in accordance
with the provisions of the Lease or the Proceeds Deed or any contract for the
sale of any part of the Ship entered into by the Lessor pursuant to such
provisions

(the "Secured Obligations")

"Account Bank" means The Governor and Company of the Royal Bank of
Scotland, a company incorporated in Scotland and includes its successors and
permitted assignees,

Continuation page

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

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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	Monteriggioni Inc
Address	80 Broad Street, Monrovia, Liberia
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>
Name	<input type="text"/>
Address	<input type="text"/>
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>

Continuation page

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

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Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

Assignment

By way of security for the payment and discharge of the Outstanding Indebtedness and the discharge of the Secured Obligations, the Lessor hereby assigns to the Lessee absolutely and agrees to assign to the Lessee absolutely all its rights, title and interest, present and future, in and to the Assigned Property together with any certificates of deposit, deposit receipts or other instruments or securities relating to the Assigned Moneys and the Assigned Account provided that all moneys payable to the Lessor comprised in the Assigned Property shall, subject to Clause 4 1(a) of the Lessor Account Assignment, be at the disposal of the Lessor until such time as an Enforcement Event shall occur and the Lessee shall direct to the contrary whereupon the Lessor shall forthwith, and the Lessee may at any time thereafter, instruct the persons from whom such moneys are then payable to pay the same to the Lessee or as it may direct and any such moneys then in the hands of the Lessor's agents shall be deemed to have been received by them for the use and on behalf of the Lessee

Continuation page

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

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Particulars as to commission, allowance or discount (if any)

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

- subscribing or agreeing to subscribe, whether absolutely or conditionally, or
- procuring or agreeing to procure subscriptions, whether absolute or conditional,

for any debentures included in this return The rate of interest payable under the terms of the debentures should not be entered

Commission allowance
or discount

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Delivery of instrument

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 870)

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 866) 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)

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Signature

Please sign the form here

Signature

Signature

X *Watson, Farley & Williams LLP* X

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

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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 Seah Wei Loong, Matthew Linton

Company name Watson, Farley & Williams LLP

Address 15 Appold Street

Post town London

County/Region

Postcode E C 2 A 2 H B

Country

DX

Telephone 020 7814 8000



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

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"Assigned Account" means the Lessor Proceeds Account,

"Assigned Moneys" means all moneys from time to time credited to, and for the time being standing to the credit of, the Assigned Account and all interest and other amounts from time to time payable in respect of, or accruing to, the Assigned Account,

"Assigned Property" means all of the Lessor's rights, title and interest and all its benefits present and future in and to

(a) the Assigned Account, and

(b) the Assigned Moneys,

"Dollar" and "\$" means the lawful currency from time to time of the United States of America,

"Enforcement Event" means any breach by the Lessor of any of the Secured Obligations or any failure of the Lessor for any reason to perform in full any of the Secured Obligations,

"Expenses" means any Expenses (as defined in the Proceeds Deed) but only those which have been incurred by the Bank Security Trustee,

"Lease" means the lease dated as of 30 April 2002 as amended and restated pursuant to an amending and restating deed dated 25 September 2003 and made between (1) the Lessor and (2) the Lessee,

"Lessee" means Monteriggioni Inc a company incorporated in the Republic of Liberia whose registered office is situated at 80 Broad Street, Monrovia, Liberia,

"Lessor" means Tranquillity Leasing Limited a company incorporated in England and Wales whose registered office is situated at 25 Gresham Street, London, United Kingdom, EC2V 7HN,

"Lessor Proceeds Account" means the interest bearing Dollar account opened by the Lessor in its name with the Account Bank, designated "Excel Lessor Proceeds Account" with sort code 80-20-11, SWIFT Code BOFSGB21414 and account number 12256592 and includes any sub-accounts thereof,

"Outstanding Indebtedness" means the aggregate of the Rebate Amount and the Expenses,

"Proceeds Deed" means the proceeds deed dated 25 September 2003 (the "Proceeds Deed") made between (1) the Lessor, (2) the Lessee, (3) Exmar Monteriggioni Shipping Company Limited (the "Bareboat Charterer"), (4) Monteriggioni Standby Shipping Company Limited (the "Standby Purchaser"), (5) Exmar Lux S A , (6) Mitsui O S K , Lines, Ltd and (7) Den Norske Bank ASA as security trustee (the "LC Facility Agreement Security Trustee") for certain banks and financial institutions,

"Rebate Amount" means any amount payable by the Lessor to the Lessee under the Rebate Provisions,

"Rebate Provisions" means clauses 2 11, 14 3 and 18 7 of the Lease and, for so long as any Bank Facility Indebtedness (as defined in the Proceeds Deed) is outstanding, clauses 2 1 and 3 1 of the Proceeds Deed, and

"Ship" means the 138,000 cbm liquified natural gas vessel named m v EXCEL with IMO NO9246621, and includes any share or interest therein and her engines, machinery, boats, tackle, outfit, equipment, spare gear, belongings and appurtenances whether on board or ashore (but excluding consumable stores and provisions, bunkers, domestic fuel, lubricants, rented or leased equipment, and charterer's and sub-charterer's additions) which are or become the property of the Lessor or installed on the Ship thereafter or which, having been removed therefrom, remain the property of the Lessor pursuant to the Lease, together with any and all substitutions therefor and replacements and renewals thereof from time to time made in or to her in accordance with the provisions of the Lease



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 2677724
CHARGE NO. 3**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A LESSOR ACCOUNT ASSIGNMENT
DATED 6 NOVEMBER 2012 AND CREATED BY TRANQUILLITY
LEASING LIMITED FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY TO MONTERIGGIONI INC
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 12 NOVEMBER 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13 NOVEMBER
2012

fo



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**