M

CHFP025

Please do not write in 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

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. 1 2 1112 2006

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies (Address overleaf - Note 6)

Name of company

For official use

RECEIVED

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Company number

03238016

*	Golar	Nor	(UK)	Limited(the	"Company")

Date of creation of the charge

29 June, 2006

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

Fifth Debenture (the "Debenture")

Amount secured by the mortgage or charge

All monies, obligations and liabilities from time to time owing:

- (a) by <u>Petrojarl ASA</u> as borrower (the "Borrower") under or pursuant to a revolving credit facility agreement dated 23 June, 2006 (the "RCF") between the Borrower, ING Bank N.V. as security agent, ING Bank N.V. as mandated lead arranger, the banks and financial institutions named therein, and the Security Trustee (defined below); and
- (b) by the Company under or pursuant to the Debenture; and
- (c) under or pursuant to any other documents executed to guarantee or secure sums owing under the RCF.

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

ING Bank N.V. (the "Security Trustee") acting through its office at de Amsterdamse Poort, Bijlmerplein 888, P.O. Box 1800, 100 BV Amsterdam, The Netherlands

Postcode

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

Norton Rose Kempson House Camomile Street London EC3A 7AN

KHYT/57/BD-#4896377

Time critical reference

For official Use (06/2005) Mortgage Section

LO3 *LOHEBH19* 126
COMPANIES HOUSE 12/07/2006

Post room

Short particulars of all the property mortgaged or charged

The whole of the Company's undertaking and assets, present and future.

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)

N/A

Signed

Norm Rose

Date 12 July 2006

A fee is payable to Companies House in respect of each register entry for a mortgage or charge.

†delete as appropriate

(See Note 5)

Notes

- 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.
- A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage", or "Legal charge", etc, as the case may be, should be given.
- 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.
- A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Orders must be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ

M395 Continuation

Company number

03238016	
0020010	

Name of company

*insert full name of Company

*Golar Nor (UK) Limited(the "Company")

Addendum 1/4

1. Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Addendum 2/4

2. Amount due or owing on the mortgage or charge (continued)

Addendum 3/4

3. Names, addresses and description of the mortgages or persons entitled to the charge (continued)

Addendum 4/4

4. Short particulars of all the property mortgaged or charged (continued)

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03238016

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A FIFTH DEBENTURE DATED THE 29th JUNE 2006 AND CREATED BY GOLAR-NOR (UK) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM PETROJARL ASA AND THE COMPANY TO ING BANK N.V. (THE SECURITY TRUSTEE) 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 12th JULY 2006.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19th JULY 2006.



