



Registration of a Charge

Company name: **KIRKELLA LIMITED**

Company number: **03817237**



X4119IM0

Received for Electronic Filing: **11/02/2015**

Details of Charge

Date of creation: **04/02/2015**

Charge code: **0381 7237 0001**

Persons entitled: **ABN AMRO BANK N.V.**

Brief description: **64/64TH SHARES IN MFV "KIRKELLA" REGISTERED IN THE UNITED KINGDOM WITH OFFICIAL NUMBER C20512**

Contains negative pledge.

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by: **ANDEEW JACKSON SOLICITORS**



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 3817237

Charge code: 0381 7237 0001

The Registrar of Companies for England and Wales hereby certifies that a charge dated 4th February 2015 and created by KIRKELLA LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 11th February 2015 .

Given at Companies House, Cardiff on 12th February 2015

The above information was communicated by electronic means and authenticated
by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Maritime &
Coastguard
Agency

An Executive Agency of the Department for Transport
Merchant Shipping Act 1995



Mortgage of a Ship
to secure Account Current etc/other obligation

If more than one mortgagor then a separate mortgage is required from each mortgagor, unless shares are jointly held.

In respect of fishing vessels, mortgages may be registered only against those registered with FULL registration.

The prompt registration of a mortgage deed with the Registry is essential to establish the priority of the mortgage. This is because the priority of the mortgage is determined by the date on which it is produced for registration and not from the date of the mortgage itself.

If the mortgagor is a company the mortgage must be registered with the Registrar of Companies within 21 days of its execution.

It is important that the Registry is informed of any changes.

Please write in black ink using BLOCK CAPITALS, and tick boxes where appropriate.

The mortgage reference no. (issued by the mortgagee) is:

SECTION 1 : DETAILS OF THE SHIP

IS THIS MORTGAGE IN RESPECT OF A FISHING VESSEL?

Yes ☒ No ☐

Name of ship

"KIRKELLA"

Official number

C20512

SECTION 2 : THE MORTGAGE

Whereas there is ¹

An Account Current

between ²

Kirkella Limited a company incorporated and existing under the laws of England and Wales, having its registered office at the Orangery, Hesslewood Business Park, Hessle, East Yorkshire, HU13 0LH (the "mortgagor") and the parties listed on the attached Rider 1 (jointly and severally the "Borrowers")

~~* as joint mortgagors (hereinafter called "the mortgagors")~~

and ²

ABN AMRO BANK N.V., a company incorporated and existing under the laws of the Netherlands, having its corporate seat in Amsterdam, the Netherlands, and its registered office at Gustav Mahlerlaan 10, 1082 PP Amsterdam the Netherlands and registered with the Dutch Commercial Register under number 34334259

~~* as joint mortgagees (hereinafter called "the mortgagee")~~

³ *See Rider 2

*Delete as necessary

¹ State "an account current" or write in a short description of the obligation.

² Give full name and address, with place of business in respect of a company.

³ Describe fully the nature of the liabilities secured. You may refer to another document.
MSF 4736 REV 02/14

OFFICIAL USE ONLY
Mortgage
entered in the Register on
at
(date)
officer's initials
(time)
(priority)

SECTION 2 : THE MORTGAGE (continued)

*** Complete in respect of "account current":**

Now ~~I/we~~ the mortgagor(s) in consideration of the advance made or to be made to ~~me/us~~ by the mortgagee(s), bind ~~myself/ourselves~~ to pay to the mortgagee(s) the sums for the time being due on this security whether by way of principal, interest or otherwise at the time(s) and in the manner mentioned above.

*** Complete in respect of "other obligation":**

Now ~~I/we~~ the mortgagor(s) in consideration

bind ~~myself/ourselves~~ to

For the purpose of better securing to the mortgagee(s) the ~~sums/obligation~~ mentioned above, ~~I/we~~ hereby mortgage to the mortgagee(s) 64/64th (Sixty Four/Sixty Fourth) (figures & words)

shares of which ~~I/we~~ are the owners in the ship described above and in its appurtenances.

Lastly, ~~I/we~~ for ~~myself/ourselves~~ hereby declare that ~~I/we~~ have the power to mortgage in the manner aforesaid the above-mentioned shares and that they are free from encumbrances ~~save as appears by the registry of the above ship.~~

COMPLETE IF THE MORTGAGOR IS A COMPANY

❖ Executed by the mortgagor as a deed (in England, Wales and Northern Ireland)

❖ ~~Subscribed by the mortgagor (in Scotland)~~

4 day of February 2015 by:-

** (a) ~~the affixing of the common seal of the mortgagor in the presence of the following persons signing; or~~

** (b) signing by the following persons;

Director

Director or Secretary

Authorised

Signatory

Authorised Signatory

* Witnessed by

Name ANDREW OLIVER

(Print)

Address MAZINA COURT

(Print)

Address RASTRE STREET HUL

** Delete as appropriate

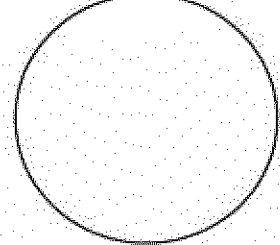
If the signature must be witnessed the name and address of the witness must be given.

Note: IN ENGLAND, WALES & NORTHERN IRELAND – signature may be by (a) two directors; (b) by the company secretary and a director, or (c) by a director in the presence of a witness who completes the details above to attest the signature. If the common seal is affixed any special requirement of the company's articles about signing must be complied with.

IN SCOTLAND – signature may be by one director or the secretary of the company or one person authorised to sign the document on behalf of the company, or one member of the Limited Liability Partnership, provided such single signature is witnessed. Alternatively, signature may be effected without a witness by two directors, or a director and the secretary, or two persons authorised to sign the document on behalf of the company, or two members of the Limited Liability Partnership.

Note that signature by one authorised signatory and either a director or the secretary of the company is not valid.

COMPANY SEAL



COMPLETE IF THE MORTGAGOR(S) IS/ARE ONE OR MORE INDIVIDUAL

* Executed as a deed (in England or Wales)

* Subscribed (in Scotland)

* Signed, sealed and delivered (in Northern Ireland)

*Delete as appropriate

on this _____ day of _____ 20____ by :-

by the following person(s) signing as mortgagor(s)

Seal(s) if
executed in
Northern
Ireland

Signature(s) of mortgagor(s)

In the presence of:

Name(s) of witness(es)

Address(es) of witness(es)

Occupation(s) of witness(es)

NOTE: Every signature must have one witness

SECTION 2 : THE MORTGAGE *(continued)*

COMPLETE IF THE MORTGAGOR(S) ARE A LIMITED LIABILITY PARTNERSHIP

* Executed by the mortgagor as a deed (in England, Wales & Northern Ireland)

* Subscribed by the mortgagor (in Scotland)

*Delete as appropriate

on this _____ day of _____ 20 _____ by signing by the following persons

Member _____

Member _____

Witnessed by _____

Name (Print) _____

Address (Print) _____

Note: IN SCOTLAND subscription may be by one member of the Limited Liability Partnership and one witness, or by two members of the Limited Liability Partnership.

SECTION 3 : TRANSFER OF MORTGAGE

*I/we, the above mentioned
mortgagee(s), in consideration of¹

this day²

by³

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

COMPLETE IF THE TRANSFEROR IS A COMPANY

❖ Executed by the transferor as a deed (in England, Wales and Northern Ireland)

❖ Subscribed by the transferor (in Scotland)

COMPANY SEAL

_____ day of _____ 20 _____ by:-

** (a) the affixing of the common seal of the transferor in the presence of the following
persons signing; or

** (b) signing by the following persons;

Director _____

Director _____ or _____ Secretary

Authorised _____ Signatory

Authorised Signatory _____

Witnessed by _____

Name (Print) _____

Address (Print) _____

Address _____

** Delete as appropriate.

If the signature must be witnessed the name and address of the witness must be given.

Note: IN ENGLAND, WALES & NORTHERN IRELAND - signature may be by (a) two directors, (b) by the company secretary and a director, or (c) by a director in the presence of a witness who completes the details above to attest the signature. If the common seal is affixed any special requirement of the company's articles about signing must be complied with.

IN SCOTLAND - signature may be by one director or the secretary of the company or one person authorised to sign the document on behalf of the company, or one member of the Limited Liability Partnership, provided such single signature is witnessed. Alternatively, signature may be effected without a witness by two directors, or a director and the secretary, or two persons authorised to sign the document on behalf of the company, or two members of the Limited Liability Partnership. Note that signature by one authorised signatory and either a director or the secretary of the company is not valid.

OFFICIAL USE ONLY
Transfer of mortgage

official's initials
(time)

at _____
(date)

entered in the Register on _____
(priority)

SECTION 3 : TRANSFER OF MORTGAGE (continued)**COMPLETE IF THE TRANSFEROR(S) IS/ARE ONE OR MORE INDIVIDUAL**

- * Executed as a deed (in England or Wales)
- * Subscribed (in Scotland)
- * Signed, sealed and delivered (in Northern Ireland)

**Delete as appropriate*

Seal(s) if
executed in
Northern
Ireland

on this _____ day of _____ 20 _____

by the following person(s) signing as transferor(s)

Signature(s) of transferor(s)		
In the presence of:		
Name(s) of witness(es)		
Address(es) of witness(es)		
Occupation(s) of witness(es)		

NOTE: Every signature must have one witness

- ¹ Enter the sum of money or the nature of the obligation. ³ Give full name and address of the transferee, *Delete as necessary
² Enter "paid to *me/us", or narrative suitable to the obligation. with place of business in respect of a company.

COMPLETE IF THE TRANSFEROR(S) ARE A LIMITED LIABILITY PARTNERSHIP

- * Executed by the transferor as a deed (in England, Wales & Northern Ireland)
- * Subscribed by the transferor (in Scotland)

**Delete as appropriate*

on this _____ day of _____ 20 _____ by signing by the following persons

Member _____

Member _____

Witnessed by _____

Name (Print) _____

Address (Print) _____

Note: IN SCOTLAND subscription may be by one member of the Limited Liability Partnership and one witness, or by two members of the Limited Liability Partnership.

* Received by the within-mentioned *mortgagee(s)/transferee(s) of the mortgage.

This within written security is now discharged.

* The within-mentioned *mortgagee(s)/transferee(s) have agreed to discharge this within written security and it is therefore discharged.

COMPLETE IF DISCHARGE IS GIVEN BY A COMPANY

- ❖ Executed by the mortgagee/transferee as a deed (in England, Wales and Northern Ireland)
- ❖ Subscribed by the mortgagee/transferee (in Scotland)

COMPANY SEAL

_____ day of _____ 20 ____ by:-

**** (a) the affixing of the common seal of the mortgagee/transferee in the presence of the following persons signing; or**

**** (b) signing by the following persons;**

Director _____

Director _____ or _____ Secretary _____

Authorised _____ Signatory _____

Authorised Signatory _____

Witnessed by _____

Name _____ (Print)

Address _____ (Print)

Address _____

** Delete as appropriate.

If the signature must be witnessed and the name and address of the witness must be given.

Note: IN ENGLAND, WALES & NORTHERN IRELAND -- signature may be by (a) two directors; (b) by the company secretary and a director; or (c) by a director in the presence of a witness who completes the details above to attest the signature. If the common seal is affixed any special requirement of the company's articles about signing must be complied with.

IN SCOTLAND -- signature may be by one director or the secretary of the company or one person authorised to sign the document on behalf of the company, or one member of the Limited Liability Partnership, provided such single signature is witnessed. Alternatively, signature may be effected without a witness by two directors, or a director and the secretary, or two persons authorised to sign the document on behalf of the company, or two members of the Limited Liability Partnership. Note that signature by one authorised signatory and either a director or the secretary of the company is not valid.

COMPLETE IF THE DISCHARGE IS GIVEN BY ONE OR MORE INDIVIDUALS

- * Executed as a deed (in England or Wales)
- * Subscribed (in Scotland)
- * Signed, sealed and delivered (in Northern Ireland)

* Delete as appropriate

on this _____ day of _____ 20 ____

by the following person(s) signing as mortgagee(s)/transferee(s)

Signature(s) of mortgagee(s)/transferee(s)	
In the presence of:	
Name(s) of witness(es)	
Address(es) of witness(es)	
Occupation(s) of witness(es)	

NOTE: Every signature must have one witness

¹ Enter "the sum of _____", or narrative suitable to the obligation

WARNING: If the discharged deed is not presented to the Registry the mortgage will remain registered against the ship.

SECTION 4 : DISCHARGE OF MORTGAGE *(continued)*

COMPLETE IF THE DISCHARGE IS GIVEN BY A LIMITED LIABILITY PARTNERSHIP

- * Executed by the mortgagor as a deed (in England, Wales & Northern Ireland)
- * Subscribed by the mortgagor (in Scotland)

*Delete as appropriate

on this _____ day of _____ 20 _____ by signing by the following persons

Member _____

Member _____

Witnessed by _____

Name (Print) _____

Address (Print) _____

Note: IN SCOTLAND subscription may be by one member of the Limited Liability Partnership and one witness, or by two members of the Limited Liability Partnership.

When the mortgage is originally executed you should send this deed with the correct fee to:

When a transfer or discharge of mortgage is executed you should send this deed (without a fee) to:

**REGISTRY OF SHIPPING & SEAMEN
ANCHOR COURT, KEEN ROAD,
CARDIFF, CF24 5JW.**

*Rider 1

THE BORROWERS

Name	Country of incorporation	Company number	Registered office address
UK Fisheries Limited	England and Wales	5219340	The Orangery, Hesslewood Country Business Park, Ferriby Road, Hessle, East Yorkshire, HU13 0LH
Boyd Line Limited	England and Wales	1501627	The Orangery, Hesslewood Country Business Park, Ferriby Road, Hessle, East Yorkshire, HU13 0LH
Lionman Limited	England and Wales	2019266	The Orangery, Hesslewood Country Business Park, Ferriby Road, Hessle, East Yorkshire, HU13 0LH
J. Marr (Fishing) Limited	England and Wales	54268	The Orangery, Hesslewood Country Business Park, Ferriby Road, Hessle, East Yorkshire, HU13 0LH
Marr Management Limited	England and Wales	5647289	The Orangery, Hesslewood Country Business Park, Ferriby Road, Hessle, East Yorkshire, HU13 0LH
Jacinta Limited	England and Wales	2114161	The Orangery, Hesslewood Country Business Park, Ferriby Road, Hessle, East Yorkshire, HU13 0LH
Swanella Limited	England and Wales	2980262	The Orangery, Hesslewood Country Business Park, Ferriby Road, Hessle, East Yorkshire, HU13 0LH
Armana Limited	England and Wales	2114924	The Orangery, Hesslewood Country Business Park, Ferriby Road, Hessle, East Yorkshire, HU13 0LH
Pesquera Ancora S.L.U.	Spain	tax ID number B-15630460	c/Peru no 1, 20 B, Vigo 36202 (Pontevedra), Spain

Dated 4 day of February 2015 by:-

Director



Director/Secretary

Witnessed by



Name (Print)

ANDREW OLIVER

Address (Print)

MARINA COURT

Address

CASTLE STREET HULL

* Rider 2

KIRKELLA LIMITED, a company incorporated and existing under the laws of England and Wales, having its registered office at The Orangery, Hesslewood Country Business Park, Hessle, East Yorkshire, HU13 0LH, with Company Number 03817237 ("the mortgagor") and the mortgagee have entered into this Mortgage to secure all monies and other liabilities whether present, future, actual and/or contingent due or to become due from time to time from the Borrowers to the mortgagee in respect of a multipurpose secured loan facility not exceeding EUR 25,000,000 dated 11 December 2012 (as the same may be amended, supplemented or varied from time to time) together with the therein referred to general conditions (the "Financial Agreement") made between the Borrowers and the mortgagee, WHEREAS the mortgagor has agreed to execute this Mortgage and a deed of covenants supplemental to this Mortgage (hereinafter as the same may be amended, varied, and/or supplemented referred to as the "Deed of Covenants") to secure all monies due or to become due from time to time from the Borrowers to the mortgagee and WHEREAS the monies due at any time can be ascertained by reference to the Financial Agreement and/or the Deed of Covenants (as so amended, varied or supplemented) and/or by reference to the books or other accounting records of the mortgagee.

Dated 4 day of February 2015 by:-

Director



Director/Secretary

Witnessed by



Name (Print)

ANDREW OLIVER

Address (Print)

MARINA COURT

Address

CASTLE STREET, HULL