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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.

CHFP025

Please do not
write in
this margin

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

*insert full name
of Company

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[1113]

04290595

Name of company

* Aquarius Shipping (U K) Limited (the "Company")

Date of creation of the charge

30 March 2007

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

Lessor Assignment and Charge relating to the m.v "KOTA MESRA" (the "Assignment and Charge")

Amount secured by the mortgage or charge

All the Company's obligations to Paccship (UK) Limited under the lease agreement in respect of one (1) 1,040 t e u containership "KOTA MESRA" dated 30 March 2007 and entered into between Aquarius Shipping (U K) Limited, The Aquarius Shipping (U K) Limited Partnership and Paccship (UK) Limited (the "Lease") (a) to apply amounts equal to all or part of the Proceeds (as defined in the Proceeds Deed relating to one (1) 1,040 t e u containership "KOTA MESRA" dated 30 March 2007 and entered into between Aquarius Shipping (UK) Limited, The Aquarius Shipping (UK) Limited Partnership, SG Leasing (March) Limited, Paccship (UK) Limited, Pacific Carriers Limited, ING Bank N V Singapore Branch and Societe Generale) (the "DPP") under or pursuant to the Rebate Provisions (as defined in the Assignment and Charge) in accordance with the Lease, and (b) to pass title to the Vessel (as defined in the Lease) to a purchaser when obliged to do so in accordance with the provisions of the Lease and the DPP or any contract for the sale of the Vessel entered into by the Company pursuant to such provisions, and the obligation of the Company not to revoke the instructions given or to be given to the Proceeds Account Bank (as defined in the DPP) pursuant to the DPP

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

Paccship (UK) Limited
4th Floor, 17 Buckingham Gate, London

Postcode SW1E 6LB

Presenter's name address and
reference (if any)

Norton Rose
Kempson House
Camomile Street
London EC3A 7AN

CPUL/LN05453/5928656

Time critical reference

For official Use (06/2005)

Mortgage Section

Post room

TUESDAY



LD3

L9FTIOLT

10/04/2007

502

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

With full title guarantee, absolutely all of the rights, title and interest, present and future, of the Company, in and to (a) Hull and War Insurances and (b) the Requisition Compensation (as such terms are defined in the Lease)

With full title guarantee, by way of first fixed charge all the Company's rights, title and interest present and future, in and to the Account Moneys and the Lessor Proceeds Accounts together with any certificates of deposit, deposit receipts or other instruments or securities relating thereto

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

"Lessor Proceeds Accounts" means together the Lessor Dollar Proceeds Account and the Lessor Sterling Proceeds Account (as such terms are defined in the Assignment and Charge)

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)

Nil

Signed

North Rose

Date

5/2/07

On behalf of [company] ~~XXXXXXXXXXXX~~ †

A fee is payable to Companies House in respect of each register entry for a mortgage or charge (See Note 5)

† 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 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**

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 04290595

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LESSOR ASSIGNMENT AND CHARGE RELATING TO THE M V KOTA MESRA DATED THE 30th MARCH 2007 AND CREATED BY AQUARIUS SHIPPING (UK) LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO PACCSHIP (UK) 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 10th APRIL 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th APRIL 2007

PDW



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES