

MG01

Particulars of a mortgage or charge



026843/39

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

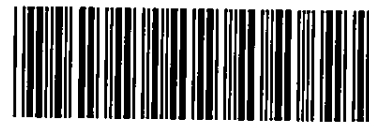
You may use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland



What this form is NOT

You cannot use this form
particulars of a charge for
company. To do this, please
form MG01s

THURSDAY



LD4

L11TCFF7

02/02/2012

#35

COMPANIES HOUSE

1

Company details

Company number

0 4 4 5 2 7 1 7

Company name in full

Western Bridge (Shipping) Limited (the "**Chargor**")

8

For official use

Filing 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

2 7 0 1 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

Assignment in security (the "**Assignment**")

4

Amount secured

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

Amount secured

Any and all obligations and liabilities of the Chargor to the Lender,
whether present or future, whether actual or contingent, whether
as primary obligor or as surety, whether for principal, interest or
costs under or in connection with the Facility Agreement and/or
any other Finance Documents, and all or any monies, liabilities
and obligations due by the Chargor under or pursuant to the
Assignment (the "**Secured Obligations**")

Continuation page

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

MG01

Particulars of a mortgage or charge

5 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

Continuation page

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

Name ABN AMRO Bank N V (the "Lender")

Address Coolsingel 119

3012 AG Rotterdam, the Netherlands

Postcode

Name

Address

Postcode

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Continuation page

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

Short particulars

FIXED SECURITY

In security for the payment and discharge of the Secured Obligations, the Chargor, with full title guarantee, created the fixed Security Interest set out in the following provisions of this paragraph in favour of the Lender

Assignments

The Chargor assigned absolutely by way of security, the benefit of and its whole present and future rights under the Contracts

NEGATIVE PLEDGE

The Chargor made a covenant with the Lender that, unless otherwise agreed in writing by the Lender, it shall

- (a) not create, agree or attempt to create or permit any Security Interest other than the Security to subsist over or in respect of any of the Security Assets, or
- (b) not sell, assign, lease, sub-lease, licence, sub-licence or otherwise dispose of any interest in, or part with possession of any of the Security Assets, or purport or agree to do so

Please see the continuation page (Short particulars of all the property mortgaged or charged) for definitions

MG01 - continuation page

Particulars of a mortgage or charge

6 Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Short particulars

Definitions

"**Contracts**" means the following agreements

- (a) the ship repair contract dated 22 March 2011 and made between the Chargor and Gdanska Stocznia "Remontowa" S A , and
- (b) the charter party agreement dated 27 February 2009 and made between the Chargor and Aggregate Industries UK Limited,

"**Facility Agreement**" means the agreement so called dated on or around the date of the Assignment entered into among the Chargor and the Lender as amended, supplemented or novated from time to time,

"**Finance Documents**" means the Facility Agreement, any Guarantee Agreement, any Hedging Agreement, any Transaction Security Document, any Utilisation Request and any other document designated as a "Finance Document" by the Lender and the Chargor (such documents as defined in the Facility Agreement),

"**Security Assets**" means all or any part of or interest in the undertaking, property, rights and assets of the Chargor which now or at any time hereafter are or are expressed to be the subject of any Security Interest created or purported to be created by or pursuant to the Assignment, and

"**Security Interest**" means any mortgage, charge, pledge, lien, retention of title arrangement (other than in respect of goods purchased in the ordinary course of business), hypothecation, encumbrance or security interest of any kind, or any agreement or arrangement having substantially the same economic or financial effect as any of the foregoing (including any "**hold back**" or "**flawed asset**" arrangement)

MG01

Particulars of a mortgage or charge

7 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

N/A

8 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).

9 Signature

Please sign the form here

Signature

Signature

X *McGowan LLP*

X

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

MG01

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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 Jennifer Dickens

Company name MCGRIGORS LLP

Address 5 Old Bailey

Post town London

County/Region

Postcode E C 4 M 7 B A

Country

DX DX 227 LONDON CHANCERY LANE

Telephone 020 7054 2500



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



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4452717
CHARGE NO. 8**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN ASSIGNMENT IN SECURITY
DATED 27 JANUARY 2012 AND CREATED BY WESTERN
BRIDGE (SHIPPING) LIMITED FOR SECURING ALL MONIES DUE
OR TO BECOME DUE FROM THE COMPANY TO ABN AMRO
BANK N.V. ON ANY ACCOUNT WHATSOEVER 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
2 FEBRUARY 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9 FEBRUARY
2012



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES