

MG01

Particulars of a mortgage or charge



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

FRIDAY



LD6 *L11EAMZMI* #68
COMPANIES HOUSE

1

Company details

Company number 0 4 8 3 0 3 5 2

Company name in full "K" Line Bulk Shipping (UK) Limited (the Company)

20 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 d2 d7 m0 m1 y2 y0 y1 y2

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 general assignment (the **General Assignment**) dated 27 January 2012 and granted by the
Company in favour of Mizuho Corporate Bank, Ltd (the **Mortgagee**) in respect of the vessel
"BRITAIN BAY"

4

Amount secured

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

Amount secured

The aggregate of the Loan and all interest accrued and accruing
thereon, the Expenses and all other sums of money from time to time
owing to the Mortgagee and the Banks, whether actually or
contingently, under the Loan Agreement and the Security Documents
or any of them (as such capitalised terms are defined on the
continuation sheet)

Continuation page

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

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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 Mizuho Corporate Bank, Ltd
Address Bracken House, One Friday Street
London
Postcode E C 4 M 9 J A

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

All the Company's respective rights, title and interest in and to

- (a) the Insurances, and
- (b) the Requisition Compensation

Where

Compulsory Acquisition means requisition for title or other compulsory acquisition, requisition, appropriation, expropriation, deprivation, forfeiture or confiscation for any reason of the Ship by any Government Entity (as such term is defined in the Loan Agreement) or other competent authority, whether de jure or de facto, but shall exclude requisition for use or hire not involving requisition of title,

Insurances means all policies and contracts of insurance (which expression includes all entres of the Ship in a protection and indemnity or war risks association) which are from time to time during the Security Period in place or taken out or entered into by or for the benefit of the Company (whether in the sole name of the Company or in the joint names of the Company and the Mortgagee or otherwise) in respect of the Ship or otherwise howsoever in connection with the Ship and all benefits thereof (including claims of whatsoever nature and return of premiums),

Requisition Compensation means all moneys or other compensation from time to time payable during the Security Period by reason of the Compulsory Acquisition of the Ship,

Security Period means the period commencing on the date of the General Assignment and terminating upon discharge by the Mortgagee of the security created by the Security Documents by payment of all moneys payable thereunder, and

Ship means the 58,000 dwt bulk carrier vessel with the name "BRITAIN BAY" with Patente of Navigation Number 42708-TJ and International Call Sign HODO registered in the ownership of the Company under the laws and flag of the Republic of Panama and includes any share or interest therein and her hull, machinery, engines, boats, tackle, outfit, fittings, equipment, spare gear, fuel, consumable and other stores, belongings and appurtenances whether on board or ashore and whether now owned or hereafter acquired and all additions, improvements, renewals, replacements and substitutions hereafter made in or to the said vessel or any part thereof and/or the said equipment

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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

Nil

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 Norton Rose 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 Thomas Lindley

Company name Norton Rose LLP

Address Collect London Counters

Ref Clive Weston / TLIN:LN51616

Post town London

County/Region

Postcode S E 1 2 A Q

Country England

DX 85 London

Telephone +44 (0)20 7444 5613



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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4	Amount secured	
	Please give us details of the amount secured by the mortgage or charge	
Amount secured	<p data-bbox="316 398 395 427">Where</p> <p data-bbox="316 456 1453 521">Expenses means the aggregate at any relevant time (to the extent that the same have not been received or recovered by the Mortgagee) of</p> <ul style="list-style-type: none"> <li data-bbox="411 551 1501 770">(a) all losses, liabilities, costs, charges, expenses, damages and outgoings of whatever nature (including without limitation Taxes, repair costs, registration fees and insurance premiums) suffered, incurred or paid by the Mortgagee in connection with the exercise of the powers referred to in or granted by the Loan Agreement, the Mortgage, the General Assignment or any other of the Security Documents or otherwise payable by the Company in accordance with clause 11 of the Mortgage or clause 9 of the General Assignment, and <li data-bbox="411 799 1501 958">(b) interest on all such losses, liabilities, costs, charges, expenses, damages and outgoings from the date on which the same were suffered, incurred or paid by the Mortgagee until the date of receipt or recovery thereof (whether before or after judgment) at a rate per annum calculated in accordance with clause 3.3 of the Loan Agreement (as conclusively certified by the Mortgagee), <p data-bbox="316 987 1501 1115">Loan Agreement means the loan agreement dated 19 January 2012 and made between the Company, the Mortgagee as lender, agent and arranger and The Bank of Tokyo-Mitsubishi UFJ, Ltd as lender and arranger (together with the Mortgagee, the Banks) whereby the Banks agreed (inter alia) to advance a loan of up to US\$31,500,000 to the Company (therein referred to as the Loan),</p> <p data-bbox="316 1144 1485 1209">Mortgage means the first preferred Panamanian mortgage of the Ship dated 27 January 2012 and executed by the Company in favour of the Mortgagee,</p> <p data-bbox="316 1238 1513 1429">Security Documents means the Loan Agreement, the General Assignment, the Mortgage and any other documents as may have been or shall from time to time after the date of the Loan Agreement be executed to guarantee and/or secure all or any part of the Loan, interest thereon and other moneys from time to time owing by the Company pursuant to the Loan Agreement (whether or not any such document also secures moneys from time to time owing pursuant to any other document or agreement), and</p> <p data-bbox="316 1458 1453 1523">Taxes includes all present and future taxes, levies, imposts, duties, fees or charges of whatever nature together with interest thereon and penalties in respect thereof</p>	



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

**COMPANY NO. 4830352
CHARGE NO. 20**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A GENERAL ASSIGNMENT DATED
27 JANUARY 2012 AND CREATED BY "K" LINE BULK SHIPPING
(UK) LIMITED FOR SECURING ALL MONIES DUE OR TO
BECOME DUE TO MIZUHO CORPORATE BANK, LTD. AND THE
BANKS 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 27
JANUARY 2012

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2 FEBRUARY
2012

DX



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES