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COMPANIES FORM No. 395

Particulars of a mortgage or charge

11/2008/13

395

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

CHWP000

Pursuant to section 395 of the Companies Act 1985

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

*insert full name of Company

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

For official use Company number

26

5562644

Name of company

TCG Acquisitions Limited ("Mortgagor")

Date of creation of the charge

7 August 2008

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

A first priority statutory British ship mortgage over the Ship ("Ship Mortgage") between (1) the Mortgagor and (2) the Mortgagee

Amount secured by the mortgage or charge

7 All sums for the time being due whether by way of principal, interest or otherwise on the account current between the Mortgagor and the Mortgagee regulated by the facility agreement dated 17 September 2005 made between, amongst others, TCG Holdings Limited (registered in Guernsey with number 43675) (as borrower), the Mortgagor (as guarantor) and the Mortgagee (as lender) as amended by supplemental facility agreements dated 23 December 2005, 12 May 2006, 28 August 2007 and 11 January 2008 and as amended and restated by a supplemental facility agreement dated 1 July 2008 and by a debenture dated 18 September 2005 (the "Debenture") and a supplemental deed to the Debenture dated 7 August 2008 both made between, amongst others, the Mortgagor and the Mortgagee

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

Anglo Irish Bank Corporation plc ("Mortgagee")
10 Old Jewry
London

Postcode EC2R 8DN

Presentor's name address and reference (if any)

Berwin Leighton Paisner LLP
Adelaide House
London Bridge
London, EC4R 9HA
DX 92 London
Tel 020 7760 1000
Ref Legal 7122325 2/LBAI/14212 00608

Time critical reference

For official Use (02/06)

Mortgage Section

Post room

FRIDAY



LJ2X72AM

LD4

15/08/2008

63

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

Ship means the m v "Tattershall Castle" registered under British flag at the port of Grimsby under Official Number 162888 and its appurtenances

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)

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

Signed *Bernie Coughton Paviour LLP* Date 14 AUGUST 2008

[†]delete as appropriate

On behalf of mortgagee/chargee[†]

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 situated 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 £10 (£13 for forms delivered on or after 1 February 2005) is payable to Companies House in respect of each register entry for a mortgage or charge. Cheques and Postal Order are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is Companies House, Crown Way, Cardiff CF14 3UZ.



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY NO. 5562644
CHARGE NO. 26

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A SHIP MORTGAGE DATED 7
AUGUST 2008 AND CREATED BY TCG ACQUISITIONS LIMITED
FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM
THE COMPANY TO ANGLO IRISH BANK CORPORATION PLC
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 15 AUGUST 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 AUGUST 2008



Companies House
— for the record —

PJ



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES