

# M

CHFP025

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legibly, preferably  
in black type, or  
bold block lettering

\*insert full name  
of Company

COMPANIES FORM No. 395

ACC-004000714

## Particulars of a mortgage or charge

# 395

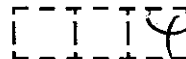
A fee of £13 is payable to Companies House in respect  
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number



FC 24507

Name of company

\* Sovereign Gimi Limited (the "Company")

Date of creation of the charge

31 March 2005

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

Mortgage

Amount secured by the mortgage or charge

(a) All sums owing under or pursuant to:

- (i) certain provisions of a lease agreement dated 8 April 2003 (as amended and supplemented by a supplemental letter dated 31 March 2005 (the "**Supplemental Letter**") the "**Lease**") made between the Company and the Mortgagee (as defined below) which provide for certain amounts to be payable by the Company to the Mortgagee by way of a rebate of rental, and being amounts payable from the proceeds arising from the sale, total loss or compulsory acquisition of the British registered ship "Golar Gimi" with official number 905533 (the "**Ship**"); and
- (ii) a deed of covenant dated 8 April 2003 (as amended by the Supplemental Letter, the "**Deed of Covenant**") made between the Company and the Mortgagee collateral to the Mortgage.

**See Continuation Sheet No.1 Page 2**

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

Golar Gas Holding Company, Inc., 80 Broad Street, Monrovia, Republic of Liberia (the "Mortgagee")

Postcode

Presenter's name address and  
reference (if any):

Norton Rose

Kempson House, Camomile Street,  
London, EC3A 7AN

AA81547/4210734/MortgageGimi

Time critical reference

For official Use (02/00)

Mortgage Section

Post room

LD3  
COMPANIES HOUSE0463  
08/04/05

Short particulars of all the property mortgaged or charged

Sixty-four sixty-fourth (64/64th) shares in the British registered ship "Gimi" with official number 905533 and in her equipment and appurtenances.

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

Particulars as to commission allowance or discount (note 3)

NIL

Signed

Norton Rose

Date

6 April 2005

On behalf of ~~XXXX~~ [mortgagee/~~XXXX~~] †

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

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

† delete as appropriate

**Particulars of a mortgage or charge  
(continued)**

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Continuation sheet No 1  
to Form No 395 and 410 (Scot)

*Please complete  
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Company Number

FC 24507

Name of Company

Sovereign Gimi Limited (the "Company")

~~XXXX~~\*

\* delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

- (b) Out of pocket costs and expenses incurred by the Mortgagee in connection with the exercise of its rights under the Mortgage in relation to any sale, total loss or compulsory acquisition of the Ship (including, without limitation, costs and expenses incurred in relation to the remarketing, chartering, hiring, crewing, operation or maintenance, lay up, demobilisation, insurance, repossession modification, repair or reinstatement of the Ship or the removal and/or discharge of any encumbrance or similar claims attaching to the Ship) and which are expressed to be payable or reimbursable to the Mortgagee pursuant to the provisions of a proceeds deed dated 31 March 2005 and made between, inter alia, the Company and the Mortgagee relating to the Ship (the "**Proceeds Deed**") and/or the Deed of Covenant.

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bold block lettering*

The sums referred to in paragraph (a) and this paragraph (b) are, together, the "Outstanding Indebtedness" referred to in the Mortgage.

- (c) The discharge by the Company of its obligations to:
- (i) apply the amounts referred to in paragraph (a) and (b) above in accordance with the terms of the Proceeds Deed; and
  - (ii) pass title to the Ship when obliged to do so in accordance with the provisions of the Lease or the Proceeds Deed or any contract for the sale of the Ship entered into by the Company pursuant to such provisions,

(such obligations being the "Secured Obligations" referred to in the Mortgage).

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Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. FC024507

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DATED THE 31<sup>st</sup> MARCH 2005 AND CREATED BY SOVEREIGN GIMI LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GOLAR GAS HOLDING COMPANY, INC. 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 8<sup>th</sup> APRIL 2005.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13<sup>th</sup> APRIL 2005.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —