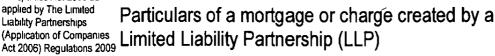
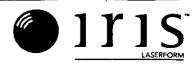
In accordance with Section 860 of the Companies Act 2006 as applied by The Limited Liability Partnerships

## LL MG01





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 created by an LLP in England and Wales or Northern Ireland

What this form is NOT for You cannot use this form to particulars of a mortgage of for a Scottish LLP To do this, please use form LL MG01s



A09

12/06/2010 COMPANIES HOUSE

1	LLP details				
LLP number	O C 3 2 3 9 2 6				
LLP name in full	HAMPSHIRE CHARTERS LLP (the "LLP")				
2	Date of creation of charge				

<sup>--</sup>6

Filling in this form Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by \*

٥٥ 8° Date of creation Description

> Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'

<sup>y</sup>0

Description

A Statutory Cayman Islands Ship Mortgage from the LLP in favour of Fortis Lease UK Limited (the "Chargee") in respect of all shares in the 48 24m Feadship motor yacht "HAMPSHIRE" (the "Yacht")

Amount secured

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

Amount secured

The principal sum of up to one hundred million Euros (EUR 100,000,000) together with all interest accrued thereon and all other sums of any nature (together with all interest on any of those sums) which from time to time may be payable to the Chargee pursuant to a Loan Agreement dated 8 July 2008 between H2 Yacht Charters LLP and the Chargee (the "Loan Agreement"), as supplemented by a Supplemental Agreement between the LLP and the Chargee dated 8 June 2010 (the "Supplemental Agreement") and the Collateral Security Documents (as defined in the Supplemental Agreement) and guaranteed by way of a Corporate Guarantee and Indemnity between the LLP and the Chargee dated 8 June 2010

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

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Particulars of a mortgage or charge created by a Limited Liability Partnership (LLP)

5	Mortgagee(s) or person(s) entitled to the charge					
	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	FORTIS LEASE UK LIMITED	you nood to dine. there are an				
Address	5 Aldermanbury Square					
	London					
Postcode	EC2V7HR					
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				
	respect of the Yacht, her boats, guns, ammunitions, small arms and ap					

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### LL MG01

Particulars of a mortgage or charge created by a Limited Liability Partnership (LLP)

7		<b>Particulars</b>	as to	comr	nission	. al

#### 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 if interest payable under the terms of the debentures should not be entered.

Commission allowance or discount

#### **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 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

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. 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 property situated in another part of UK.

9

#### **Signature**

Please sign the form here

Signature

Signature

X

Hill Dickinson LLP X For and on behalf of Chargee

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

LL MG01
Particulars of a mortgage or charge created by a Limited Liability Partnership (LLP)

Presenter information	Important 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	Please note that all information on this form will appear on the public record.			
original documents. The contact information you give will be visible to searchers of the public record.	How to pay			
Contact name	A fee of £13 is payable to Companies House in respect of mortgage or charge.			
Hill Dickinson LLP	Make cheques or postal orders payable to 'Companies House'			
Address	₩ 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:			
Past town	return it to the appropriate address below:			
County/Region  Postcode  E C 3 A 7 H X	For LLPs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff			
Country				
DX 698/550 London City	For LLPs registered in Scotland: The Registrar of Companies, Companies House,			
Telephone 020 7283 9033	Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF			
✓ Certificate	DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post)			
We will send your certificate to the presenter's address if given above or to the LLPs Registered Office if you have left the presenter's information blank	For LLPs 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			
✓ Checklist				
We may return forms completed incorrectly or with information missing.	i Further information			
Please make sure you have remembered the following:  The LLP 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 or person(s) entitled to the charge  You have entered the short particulars of all the	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			
property mortgaged or charged You have signed the form You have enclosed the correct fee	-			

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# CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 869(5) & (6) of the Companies Act 2006 as applied to the Limited Liability Partnerships (Application of Companies Act 2006) Regulations 2009

LLP NO. OC323926 CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A STATUTORY CAYMAN ISLANDS SHIP MORTGAGE DATED 8 JUNE 2010 AND CREATED BY HAMPSHIRE CHARTERS LLP FOR SECURING EUR 100,000,000 AND ALL OTHER MONIES DUE OR TO BECOME DUE FROM THE LIMITED LIABILITY PARTNERSHIP TO FORTIS LEASE UK LIMITED 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 AS APPLIED TO THE LIMITED LIABILITY PARTNERSHIPS (APPLICATION OF COMPANIES ACT 2006) REGULATIONS 2009 ON THE 12 JUNE 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15 JUNE 2010

