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400143/

LLP395

Particulars of a mortgage or charge in respect of a Limited Liability Partnership

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

CHWP000

Please complete in typescript, or in bold black capitals

For official use

69.

LLP Number

OC330656

Full Name of Limited Liability Partnership

Whitten Underwriting LLP ("the LLP")

Date of creation of the charge

24 June 2009

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

Deposit Trust Deed (Third Party Deposit) ("the Trust Deed")
(continued on Continuation Sheet 1)

Amount secured by the mortgage or charge

All sums from time to time payable to the Trustees under the covenant of the LLP with the Trustees set out at clause 2(b)(i) of the Trust Deed

18
10

Signed

Date

29-6-09

On behalf of [LLP][mortgagee/chargee] (delete as appropriate)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the

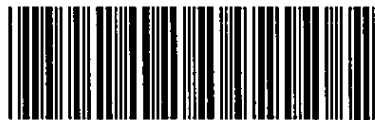
Lloyd's Fidentia House Walter Burke Way Chatham Maritime Chatham

Kent ME4 4RN

Tel 01634 392000

E-mail

Lloyds-Market-Services-Membership-Arrangements@lloyds.com



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A0JFF853

30/06/2009

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COMPANIES HOUSE

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

TUESDAY

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

Short particulars of all the property mortgaged or charged

The Society incorporated by Lloyd's Act 1871 by the name of Lloyd's ("the Society") of One Lime Street, London EC3M 7HA, the Trustees and (subject always (continued on Continuation Sheet No.1, page 3).

All the future profits of the underwriting business of the LLP at Lloyd's subject to any prior charge contained in the Premiums Trust Deed.

Particulars as to commission allowance or discount (*note 3*)

NIL

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 LLP398 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 LLP 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 Form LLP395 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**.

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FORM LLP395 (Cont.) AND FORM LLP410 (Scot)(Cont.)

Particulars of a mortgage or charge (continued)

Continuation sheet No

1

to Form LLP395 and 410 (Scot)

LLP Number

OC330656

Full Name of Limited Liability Partnership

Whitten Underwriting LLP ("the LLP")

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2 for LLP395)
(note 1 for LLP410)

In this Form:

"the Beneficiaries" means all the persons to whom the LLP is or may at any time before the Termination Date become financially liable by reason of any default in respect of any of the LLP's Lloyd's obligations.

"Lloyd's obligations" in relation to the LLP means all underwriting obligations incurred by the LLP as an underwriting member of the Society at any time before the Termination Date and includes obligations to the Society and the Trustees and obligations arising under:

- (a) the byelaws, regulations, rules, directions or other requirements by the Society, and
- (b) any deeds, contract, instrument or other arrangement of any kind approved by the Society

but does not include obligations arising in respect of any letter of credit, guarantee or other security given to secure the performance of any of the said underwriting obligations in favour of the person giving such guarantee or other security.

"the Termination Date" means the 80th anniversary of the date of the Trust Deed.

"Permitted Trust Outgoings" has the meaning given in Schedule 3 to the Premiums Trust Deed.

"Premiums Trust Deed" means the deed or any one of the deeds made or to be made between the LLP and the Society in a form approved by the Secretary of State under the Insurance Companies Act 1982 entitled Lloyd's Premiums Trust Deed and declaring trusts upon which the premiums and other moneys received by or on behalf of the LLP in connection with insurance business other than long-term insurance business are to be held.

"the Premiums Trustees" means the trustees for the time being of the Premiums Trust Deed.

"the Trustees" means the Society and the other trustees for the time being of the trusts created by the Trust Deed.

Amount due or owing on the mortgage or charge (continued)

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

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to the terms of the Trust Deed) the Beneficiaries and (subject always to the terms of the Trust Deed) the Premiums Trustees and (subject always to the terms of the Trust Deed and of the Premiums Trust Deed) those to whom any losses, claims, returns of premiums, reinsurance premiums, expenses, obligations and other "Permitted Trust Outgoings" set out in clause 3(a) of and paragraph 1 of Schedule 3 to the Premiums Trust Deed are payable or become or may become payable.

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FILE COPY

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

**Pursuant to section 401(2) of the Companies Act 1985 as applied to
Limited Liability Partnerships pursuant to Paragraph 4 and
Schedule 2 of the Limited Liability Partnerships Regulations 2000.**

LLP NO. OC330656

CHARGE NO. 69

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEPOSIT TRUST DEED (THIRD
PARTY DEPOSIT) (THE "TRUST DEED") DATED THE 24 JUNE
2009 AND CREATED BY WHITTEN UNDERWRITING LLP FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
LIMITED LIABILITY PARTNERSHIP TO LLOYD'S, THE
TRUSTEES, THE BENEFICIARIES AND THE OTHER PERSONS OR
BODIES 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 AS APPLIED TO LIMITED LIABILITY
PARTNERSHIPS PURSUANT TO PARAGRAPH 4 AND SCHEDULE
2 OF THE LIMITED LIABILITY PARTNERSHIPS REGULATIONS
2000 ON THE 30 JUNE 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 2 JULY 2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES