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Particulars of a charge created by a company registered in Scotland

410

CHA 116

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Pursuant to section 410 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

[1 6 5]

5991

Name of Company

* **ANDREW WEIR SHIPPING LIMITED** of 102 Hope Street, Glasgow G2 6PN (the
"Company")

Date of creation of the charge (note 1)

Date of execution 23 September 1997, registered with Registrar of Shipping 29 Septemebr 1997

Description of the instrument (if any) creating or evidencing the charge (note 1)

See Continuation Sheet No 1 Page 1

Amount secured by the charge

All sums for the time being owing to the Mortgagee in the manner and at the times set forth in the Loan Agreement (as defined below) and the Deed of Covenant (as defined below) (as the same may from time to time hereafter be amended, varied or supplemented).

For the purposes of this Form, the following definitions have the following meanings:

See Continuation Sheet No 1 Page 2

Names and addresses of the persons entitled to charge

Nederlandse Scheepshypotheekbank N.V.

Parklaan 2

3016 BB, Rotterdam, The Netherlands

Presentor's name address telephone
number and reference (if any):

Norton Rose
Kempson House
Camomile Street
London EC3A 7AN
BD\SRH\Z816756\MORTMAN1.395

For official use
Charges Section

Post room



Short particulars of all the property charged.

Sixty-four sixty-fourth shares in m.v. "CITY OF MANCHESTER" registered in the name of the Company under Isle of Man flag with official number 379965 and appurtenances.

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legibly, preferably
in black type or
bold block lettering

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and any ranking provision (note 2)

Particulars as to commission, allowance or discount paid (see section 413(3))

NIL

Signed Norton Rose

Date 3 October 1997

On behalf of [company] [chargee] †

Notes

1. A description of the instrument e.g. "Standard Security" "Floating Charge" etc, should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples - date of signing of an Instrument of Charge; date of recording/registration of a Standard Security; date of intimation of an Assignment.)

† delete as
appropriate

2. In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and/or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it.

3. A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered.

4. A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.

5. The address of the Registrar of Companies is:-

Companies Registration Office
102 George Street
Edinburgh EH2 3DJ

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Particulars of a mortgage or charge (continued)

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

CHA 116

Please complete
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bold block lettering

Company Number

5991

Name of Company

ANDREW WEIR SHIPPING LIMITED (the "Company")

Limited*

* delete if
inappropriate

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

A first priority Isle of Man mortgage dated 23 September 1997 (the "**Mortgage**") executed by the Company in favour of Nederlandse Scheepshypotheekbank N.V. (the "**Mortgagee**").

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"Loan Agreement" means the loan agreement dated 23 September 1997 made between the Company and the Mortgagee; and

"Deed of Covenant" means the deed of covenant dated 23 September 1997 made between the Company and the Mortgagee.

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

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bold block lettering**

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**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 5991

I hereby certify that a charge created by

ANDREW WEIR SHIPPING LIMITED

on 23 SEPTEMBER 1997

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of NEDERLANDSE SCHEEPSHYPOTHEEKBANK N.V.

was delivered pursuant to section 410 of the Companies Act, 1985,
on 7 OCTOBER 1997

Signed at Edinburgh
9 OCTOBER 1997

R. Graham
For Registrar of Companies



C O M P A N I E S H O U S E