

Registration of a Charge

Company Name: NORTH STAR SHIPPING (ABERDEEN) LIMITED

Company Number: SC037566

Received for filing in Electronic Format on the: 04/01/2023

XBUHUG2F

Details of Charge

Date of creation: 22/12/2022

Charge code: **SC03 7566 0044**

Persons entitled: KROLL TRUSTEE SERVICES LIMITED, THE NEWS BUILDING, LEVEL 6, 3

LONDON BRIDGE STREET, LONDON, ENGLAND, SE19SG

Brief description: SIXTY FOUR SIXTY-FOURTH (64/64TH) SHARES IN THE VESSEL KNOWN

AS "M.V. GRAMPIAN CONQUEROR" WITH OFFICIAL NUMBER 911180

AND IN ITS APPURTENANCES.

Authentication of Form

This form was authorised by: a person with an interest in the registration of the charge.

Authentication of Instrument

Certification statement: I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT

TO S. 859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL

INSTRUMENT.

Certified by: CLIFFORD CHANCE LLP



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 37566

Charge code: SC03 7566 0044

The Registrar of Companies for Scotland hereby certifies that a charge dated 22nd December 2022 and created by NORTH STAR SHIPPING (ABERDEEN) LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 4th January 2023 .

Given at Companies House, Edinburgh on 4th January 2023

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006







respect of a company)

Mortgage of a Vessel

(The application form is to secure Account Current etc / other obligation)

GUIDANCE NOTES - PLEASE READ If more than one mortgagor then a separate mortgage is required from each mortgagor, unless shares are jointly held. If more than one mortgage is submitted at the same time the mortgagees will be required to advise which mortgage to register first in a signed letter on headed paper. In respect of fishing vessels, mortgages may be registered only against those registered with FULL registration. The prompt registration of a mortgage deed with the Registry is essential to establish the priority of the mortgage. This is because the priority of the mortgage is determined by the date on which it is produced for registration and not from the date of the mortgage itself. If the mortgagor is a company the mortgage must be registered with the Registrar of Companies within 21 days of its execution. It is important that the Registry is informed of any changes. Please write in BLOCK CAPITALS, and tick boxes where appropriate. If an * is stated, then please delete as appropriate. The mortgage reference number (issued by the mortgagee) is: 1. DETAILS OF THE VESSEL No X Yes Is this mortgage in respect of a Fishing Vessel? Name of Vessel GRAMPIAN CONQUEROR 911180 Official Number THE MORIGAGE Whereas there is: AN ACCOUNT CURRENT State "an account current" or write in a short description of the obligation. between NORTH STAR SHIPPING (ABERDEEN) LIMITED Full Name(s) / Company Name 12 Queens Road, Aberdeen, AB15 4ZT Address (Place of Business in

[&]quot;as joint mortgagors (hereinafter called "the mortgagor")

2: THE MORTGAGE (continued)

and

Full Name(s) /	KROLL TRUSTEE SERVICES LIMITED
Company Name	
Address	The News Building, Level 6, 3 London Bridge Street, London, England, SE1 9SG
(Place of Business in respect of a company)	

"as joint mortgagees (hereinafter called "the mortgagee")

Describe fully the	Please refer to the Schedule appended hereto.
nature of the liabilities	
secured. You may	
refer to another	
document.	

ACCOUNT CURRENT

Please complete the below in respect of "account current" by deleting where appropriate

*#We the mortgagor(e) in consideration of the advance made or to be made to *me/us by the mortgagee(s), bind *myeelf/ourselves to pay the mortgagee(s) the sums for the time being due on this security whether by way of principle, interest or otherwise at the time(s) and in the manner mentioned above.

OTHER OBLIGATION					
Please complete the b	elow in r	espect of "other obli	gation".		
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Registry of Shipping a	nd Seamer	· .			
Anchor Court, Keen Roa	d, Cardiff,	CF24 5JW, UK.			
Tel No: 0203 90 85200					
Email: Fishing:		Pleasu	re:	Commercial:	

part1.registry@mcga.gov.uk

comm.registry@mcga.gov.uk

fishing.registry@mcga.gov.uk

3A: COMPLETE IF THE N	MORTGAGOF	IS A COMPANY			And selected was indeed an experimental and indeed exp	
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Director or Secretary						stellymmeglelvistyl spisityl ripec ka illitera
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3B: COMPLETE IF THE	MORTGAGO	R(S) IS/AR	EONEO	RMORE	NOVID	JAL(S)		
* Executed as a deed (in Englar	nd and Wales)							
* Subscribed (in Scotland)								or facility of the second of t
* Signed, sealed and delivered ((in Northern Irel	and)						
		* Dela	ete as approj	oriale		•		
On this day	of	*********	20	**				
by the following person(s)	signing as m	ortgagor(s):			•		
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3C: COMPLETE IF THE MORTGAGOR(S) ARE A LIMITED LIABILITY PARTNERSHIP

OFFICIAL USE ONLY	N304604440000000000000000000000000000000	ggggyannan na n	
Mortgage (Priority)		Date of entry into the Register	
Time of entry		Officer's Initials	

*I/we, the above mentioned mortgagee(s), in consideration of: (Enter the sum of money or the nature of the obligation). This day (enter "paid to me/us" or a narrative suitable to the obligation). Full Name(s) of Transferee By: Address (Please write the place of business if a company)

hereby transfer to *him/her/them the benefit of the within written security

PLEASE READ:

If the transferor is a company, then SECTION 4A must be completed.

If the transferor(s) are one or more individuals, then SECTION 4B must be completed.

If the transferor(s) are a Limited Liability Partnership, then SECTION 4C must be completed.

When a transfer of mortgage is executed you should send this deed by email or post to:

Registry of Shipping and Seamen

Anchor Court, Keen Road, Cardiff, CF24 5JW, UK.

Tel No: 0203 90 85200

Email:

Fishing:

Pleasure:

Commercial:

fishing.registry@mcga.gov.uk

part1.registry@mcga.gov.uk

comm.registry@mcga.gov.uk

4A: COMPLETE IF THE T	RANSFERORIS	A COMPANY		
Executed by the transferor as a Northern Ireland)	deed (in England, \	Wales and		
○ Subscribed by the transferor (in	Scotland)			
On this day of	***********	20 by:	*	
** (a) the affixing of the com		Ť		•
transferor in the presence	of the following	g persons		
signing; or		·	l.	Company seal
** (b) signing by the following	g persons;	** Delete as appropriate		Campany Sca
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Director or Secretary			And a second	
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Address of Witness				
(PRINT ADDRESS)				
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IN SCOTLAND – signature may be by on behalf of the company, or one ment Alternatively, signature may be effected authorised to sign the document on be by one authorised signatory and either	ber of the Limited Lia d without a witness b half of the company,	ability Partnership, provided by two directors, or a director or two members of the Lim	f such sin or and the lited Liabi	gle signature is witnessed. secretary, or two persons
OFFICIAL USE ONLY	Addition to this converse to the second seco			A Lieuwania and Anna
Transfer of Mortgage (Priority)	And the first of t	Date of Entry into t	he Regis	ter
Time of Entry	2011-1-0-01/1-0-01/1-0-01/1-0-0-0-0-0-0-0	Offic	er's Initia	ds

4B: COMPLETE IF TRAI	VSFEROR(S) S/A	RE ONE OR M	ORE INDIV	IDUAL(\$)	
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# 5: DISCHARGE OF A MORTGAGE

fishing.registry@mcga.gov.uk

* Received by the within-mention £*, or a narrative suitable to the	ed *mortgage(s)/transferee(s) of the obligation.	mortgage, enter "the sum of
American (Material American) Section (Material American) (Material		
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This within written security is now	discharged.	
* The within-mentioned *mortgag	ee(s)/transferee(s) have agreed to d	ischarge this within written
security and it is therefore disch	arged.	•
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	not presented to the Registry the mor	tgage will remain registered
If the Discharge is given by a company	y, then SECTION 5A must be complete	ed.
If the Discharge is given by one or mo	re individuals, then SECTION 58 must	be completed.
If the Discharge is given by a Limited I	Liability Partnership, then SECTION 5C	must be completed.
When a Discharge of Mortgage is ex	recuted you should send this deed vi	a email or post to:
Registry of Shipping and Seamen		
Anchor Court, Keen Road, Cardiff, CF	24 5JW, UK.	
Tel No: 0203 90 85200		
Email:		
Fishing:	Pleasure:	Commercial:

part1.registry@mcga.gov.uk

comm.registry@mcga.gov.uk

5A: COMPLETE IF DISCHA			· Canada a a a a a a a a a a a a a a a a a	
Northern Ireland)	,	***************************************		
♦ Subscribed by the mortgagee/tran	isieree (in Scotiani	3)		
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** (a) the affixing of the comm	on seal of the *	mortgagee/		or an artist of the second of
transferee in the presence			**************************************	or and a second
signing; or		***************************************	-	
<del>-</del>		***		Company seal
** (b) signing by the following	persons;	*delete as appropriate		
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Director or Secretary				
Authorised Signatory				
Authorised Signatory	displacement of the second		pacacam na vo njeje u nerodi ne ve na navela.	
** Witnessed by (Signature)	да д		<del>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</del>	
Name of Witness (PRINT NAME)				
Address of Witness				
(PRINT ADDRESS)				
# If the signature must be witnessed	the name and addre	ss of the wimess must be of	ven	saksinkiyki kisist <del>a eeresteeteeli 110 karraaa ka</del> stii taasii kasta kast
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IN SCOTLAND – signature may be by con behalf of the company, or one membalternatively, signature may be effected authorised to sign the document on behalf one authorised signatory and either a	per of the Limited Liat I without a witness by Ialf of the company, o	pility Partnership, provided such two directors, or a director and r two members of the Limited L	single : I the sec Jability F	ignature is witnessed. retary, or two persons
OFFICIAL USE ONLY	anterioran e establica e e e e e e e e e e e e e e e e e e e	<u> </u>	riversoonskii toleittim	
Discharge of Mortgage (Priority)		Date of Entry into the Re	gister	(harden
Time of Entry		Officer's Ir	vitials	Maderic Approximately the Section Section 1

5B: COMPLETE IF DISC	HARGE IS GIVEN B	Y ONE OR MOR	E INDIVIDUAL(S	
Executed as a deed (in Englan	id and Wales)		ver	- opening on the control of the cont
Subscribed (in Scotland)			es veri	
Signed, sealed and delivered (	in Northern Ireland)		Total California	
	*	Delete as appropriate	*	
			VA.	
On this day	<b>0</b> f	20	***************************************	
by the following person(s)	signing as mortgag	ee(s)/transferee(	(s):	
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# 5C: COMPLETE IF DISCHARGE IS GIVEN BY A LIMITED LIABILITY PARTNERSHIP

Subscribed by the mortgagor (in	Scotland)  ◊ Delete as appropriate
On this day of	20 by signing by the following person
Member	
Member	
Witnessed by	
Name (PRINT NAME)	
Address	
(PRINT ADDRESS)	
NOTE: In Scotland subscription may be the Limited Liability Partnership.	e by one member of the Limited Liability Partnership and one witness, or by two member
	n about you to carry out our official duty and to keep the UK ship register
For more information on how w	ur services are planned to meet vessel owner's needs. re use your information please see our full privacy policy available on ou povernment/organisations/maritime-and-coastguard-agency.
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Discharge of Mortgage (Priority) Time of Entry	

SCHEDULE TO THE UNITED KINGDOM MORTGAGE OF THE SHIP GRAMPIAN CONQUEROR, TO SECURE ACCOUNT CURRENT, BETWEEN NORTH STAR SHIPPING (ABERDEEN) LIMITED (THE "MORTGAGOR") AND KROLL TRUSTEE SERVICES LIMITED (THE "MORTGAGEE")

Which is regulated by (i) a common terms agreement dated 21 November 2022 (the "CTA") entered into between, among others, North Star Holdco Limited (the "Borrower"), Ardmair Bay Holdings Limited (the "Parent"), and the Mortgagee; (ii) a security trust and intercreditor deed dated 21 November 2022 (the "STID") between, among others, the Borrower, the Parent and the Mortgagee; (iii) the master definitions agreement dated 21 November 2022 (the "MDA") between, among others, the Borrower, the Parent and the Mortgagee; (iv) by an accession memorandum between the Mortgagor, the Borrower and the Mortgagee dated 22 December 2022 pursuant to which the Mortgagor acceded to each of the CTA, STID and MDA as an Additional Guarantor; and (v) by any hedging contracts made and/or to be made between the Borrower and the Hedge Counterparties.

And whereas as a condition under a CP Agreement dated 21 November 2022 and as security for the Secured Obligations (as defined in the MDA), the Borrower has procured or will procure the execution by the Mortgagor in favour of the Mortgagee of this Mortgage and a deed of covenants of even date with, and collateral to, this Mortgage.

And whereas, accordingly, there are accounts current between the Mortgagor and the Mortgagee and the amounts of principal and interest due to each of the Finance Parties, at any given time, on the said amounts current can be ascertained by reference to the Finance Documents and the books or other records of account of each of the Finance Parties in which are set out the manner, terms, times and conditions of payment.

Now, we, the Mortgagor, in consideration of the premises, for ourselves and our successors, hereby covenant with the Mortgagee and its assigns to pay to him or them or it the sums for the time being due on this security, whether by way of principal or interest, at the times and manner aforesaid.

And for the purpose of better securing to the said Mortgagee and its assigns the payment of such sums as last aforesaid, we do hereby mortgage to the said Mortgagee the sixty-four sixty fourth shares of which we are the owners in the ship above particularly described, and in her boats, guns, equipment, machinery and appurtenances.

We for ourselves and our successors covenant with the said Mortgagee and its assigns that we have power to mortgage in the manner aforesaid the above-mentioned shares, and that the same are free from encumbrances.

Capitalised terms not otherwise defined herein bear the meaning attributed to such terms in the MDA dated 21 November 2022.