

MR01

Particulars of a charge

A fee is payable with this form.
Please see 'How to pay' on the
last page.

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

✓ **What this form is for**
You may use this form to register
a charge created or evidenced by
an instrument.

✗ **What this form is NOT for**
You may not use this form to
register a charge where there is no
instrument. Use form MR08.

For further information, please
refer to our guidance at:
www.companieshouse.gov.uk

This form **must be delivered to the Registrar for registration within 21 days** beginning with the day after the date of creation of the charge. If delivered outside of the 21 days it will be rejected unless it is accompanied by a court order extending the time for delivery.

 You **must** enclose a certified copy of the instrument with this form. This will be scanned and placed on the public record. **Do not send the original.**

WEDNESDAY



S58OML3L
SCT 08/06/2016 #91
COMPANIES HOUSE

→ **Filing in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

1 Company details

Company number S C 3 5 0 2 4 8
Company name in full Beatrice Offshore Windfarm Limited

2 Charge creation date

Charge creation date 2 7 0 5 2 0 1 6

3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees
entitled to the charge.

Name The Bank of Tokyo-Mitsubishi UFJ, Ltd.

Name

Name

Name

If there are more than four names, please supply any four of these names then
tick the statement below.

☐ I confirm that there are more than four persons, security agents or
trustees entitled to the charge.

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4

Brief description

Please give a short description of any land, ship, aircraft or intellectual property registered or required to be registered in the UK subject to a charge (which is not a floating charge) or fixed security included in the instrument.

Brief description

ALL and WHOLE the tenant's interest in a lease between The Crown Estate Commissioners and Beatrice Offshore Wind Limited dated 31 March and 1 April both months of 2016 of the two areas forming part of the bed of the sea at Beatrice, as more fully described in the instrument.

Please submit only a short description if there are a number of plots of land, aircraft and/or ships, you should simply describe some of them in the text field and add a statement along the lines of, "for more details please refer to the instrument".

Please limit the description to the available space.

5

Other charge or fixed security

Does the instrument include a charge (which is not a floating charge) or fixed security over any tangible or intangible or (in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box.

☐ Yes

☒ No

6

Floating charge

Is the instrument expressed to contain a floating charge? Please tick the appropriate box.

☐ Yes Continue

☒ No Go to Section 7

Is the floating charge expressed to cover all the property and undertaking of the company?

☐ Yes

7

Negative Pledge

Do any of the terms of the charge prohibit or restrict the company from creating further security that will rank equally with or ahead of the charge? Please tick the appropriate box.

☒ Yes

☐ No

8

Trustee statement ①

You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge.

☐

① This statement may be filed after the registration of the charge (use form MR06).

9

Signature

Please sign the form here.

Signature

Signature

X

FOR AND ON BEHALF OF BURNES PAULL LLP

X

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

MR01

Particulars of a charge



Presenter 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. The contact information you give will be visible to searchers of the public record.

Contact name KAY HUNTER NOR/2033/00141

Company name BURNES PAULL LLP

Address 120 BOTHWELL STREET

Post town GLASGOW

County/Region

Postcode G 2 7 J L

Country

DX GW154 GLASGOW

Telephone 0141 248 4933



Certificate

We will send your certificate to the presenter's address if given above or to the company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have included a certified copy of the instrument with this form.
- ☐ You have entered the date on which the charge was created.
- ☐ You have shown the names of persons entitled to the charge.
- ☐ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8.
- ☐ You have given a description in Section 4, if appropriate.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee.
- ☐ Please do not send the original instrument; it must be a certified copy.



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £13 is payable to Companies House in respect of each mortgage or charge filed on paper.

Make cheques or postal orders payable to 'Companies House.'



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:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies 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.



Further information

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

EXECUTION VERSION

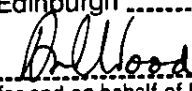
 Burness Paul

BEATRICE OFFSHORE WINDFARM LIMITED
as Chargor

in favour of

THE BANK OF TOKYO-MITSUBISHI UFJ, LTD.
as Security Trustee

STANDARD SECURITY
in respect of subjects at sub station site upon bed of the sea at Beatrice

Certified a true copy
Edinburgh 7/JUNE/2016

.....
for and on behalf of Burness Paul LLP

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INSTRUMENT

by

- (1) **BEATRICE OFFSHORE WINDFARM LIMITED**, a company incorporated in Scotland under the Companies Acts with registered number SC350248 and having its registered office at Inveralmond House, 200 Dunkeld Road, Perth, PH1 3AQ (the "Chargor")

in favour of

- (2) **THE BANK OF TOKYO MITSUBISHI UFJ, LTD.**, a company incorporated in Japan and registered under the Companies Act as an overseas company with registered number FC004549 and having a place of business at 25 Ropemaker Street, London, EC2Y 9AN as security trustee for the Secured Creditors (the "Security Trustee")

CONSIDERING THAT:

- (A) The board of directors of the Chargor is satisfied that entering into this Instrument would be most likely to promote the success of the Chargor for the benefit of its members as a whole and to the further benefit and advantage of the Chargor.
- (B) The Security Trustee holds the benefit of this Instrument for the Secured Creditors on the terms of the Finance Documents.

NOW IT IS HEREBY AGREED AND DECLARED AS FOLLOWS:

1 DEFINITIONS AND INTERPRETATION

1.1 In this Instrument:

"Common Terms and Facilities Agreement" means the common terms and facilities agreement dated on or about the date of execution of this Instrument between (amongst others) the Chargor as Borrower, Beatrice Offshore Windfarm Holdco Limited as Holdco, The Bank of Tokyo-Mitsubishi UFJ, Ltd. as Intercreditor Agent and Security Trustee, EIB, EKF, the Original Senior Lenders and Original Hedging Banks;

"Intercreditor Agreement" means the intercreditor agreement dated on or about the date of execution of this Instrument between, amongst others, the Chargor and the Security Trustee;

"Secured Assets" means ALL and WHOLE the tenant's interest in a lease between The Crown Estate Commissioners and Beatrice Offshore Wind Limited dated 31 March and 1 April both months of 2016 of the two areas forming part of the bed of the sea at Beatrice shown coloured yellow on the plan annexed and executed as relative hereto and more particularly described in the co-ordinates detailed in the Schedule

du

annexed and signed as relative hereto together with (One) the whole buildings and erections thereon (Two) the fittings and fixtures therein and thereon (Three) the parts, privileges and pertinents thereof (Four) the whole rights common, mutual and exclusive effecting thereto and (Five) the Chargor's whole right, title and interest, present and future, therein and thereto;

"Secured Creditor" has the meaning given to that term in the Intercreditor Agreement; and

"Secured Debt" has the meaning given to it in the Intercreditor Agreement.

1.2 Incorporation of defined terms

Unless a contrary indication appears, terms defined in the Common Terms and Facilities Agreement have the same meaning in this Instrument.

1.3 Construction

1.3.1 Any reference in this Instrument to a **"Finance Document"** or any other agreement or instrument is a reference to that Finance Document or other agreement or instrument as amended, novated, supplemented, extended, restated (however fundamentally and whether or not more onerously) or replaced and includes any change in the purpose of, any extension of or any increase in any facility or the addition of any new facility under that Finance Document or other agreement or instrument.

1.3.2 The provisions in clause 1.2 (Construction) of the Common Terms and Facilities Agreement apply to this Instrument, except that references to the Common Terms and Facilities Agreement shall be construed as references to this Instrument.

1.3.3 The term this **"Security"** means any security created by this Instrument.

1.3.4 This Instrument is subject to the Intercreditor Agreement. In the event of any inconsistency between the terms of this Instrument and the terms of the Intercreditor Agreement, the terms of the Intercreditor Agreement shall prevail.

2 BOND

The Chargor shall, on demand of the Security Trustee, pay the Secured Debt when due in accordance with its terms.

3 CHARGE

The Chargor as security for the payment and discharge of all the Secured Debt hereby grants in favour of the Security Trustee a standard security over the Secured Assets.

4 STANDARD CONDITIONS

The Standard Conditions specified in Schedule 3 (the "Standard Conditions") to the Conveyancing and Feudal Reform (Scotland) Act 1970 (the "1970 Act") and any lawful variation thereof operative for the time being, shall apply and the Chargor agrees that the Standard Conditions shall be varied to the effect that:

- 4.1 the Chargor shall not create or agree to create any subsequent security over the Secured Assets or any part thereof except with the prior written consent of the Security Trustee; and
- 4.2 wherever and to the extent that the Standard Conditions are inconsistent with the terms of the Common Terms and Facilities Agreement, or where there is an obligation which is either more onerous than an equivalent obligation or is not contained in the Common Terms and Facilities Agreement, the terms of the Common Terms and Facilities Agreement shall insofar as permitted by the 1970 Act prevail and that to such extent the Standard Conditions shall be varied insofar as lawful and applicable by the terms of the Common Terms and Facilities Agreement.

5 ENFORCEMENT

Upon the occurrence of an Event of Default which is continuing, and the Security Trustee giving notice to the Chargor that this Instrument is enforceable:

- 5.1 the Chargor, shall be held to be in default within the meaning of Standard Condition 9(1)(b) of the Standard Conditions; and
- 5.2 the Security Trustee shall be able to take warrant of summary ejection against the Chargor, for the purposes of obtaining possession of the Secured Assets.

6 ORDER OF APPLICATION

All amounts received or recovered by the Security Trustee pursuant to the terms of this Instrument shall be held by the Security Trustee on trust to apply them at any time, subject to the rights of any creditors having priority, in the order provided in clause 8.1 (Proceeds of Enforcement Security - Order of Application) of the Intercreditor Agreement.

7 COSTS AND EXPENSES

The Chargor shall pay to the Security Trustee the amount of all costs, losses, liabilities and expenses (including legal fees) incurred by the Security Trustee subject to and in accordance with clause 18 (Enforcement Costs) of the Common Terms and Facilities Agreement.

8 ASSIGNATION BY THE SECURITY TRUSTEE

The Security Trustee may assign and transfer all of its rights and obligations under this Instrument to a replacement Security Trustee appointed in accordance with the terms of the Common Terms and Facilities Agreement. Upon such assignation and transfer taking effect, the replacement Security Trustee shall be and be deemed to be acting for itself and as trustee for the Secured Creditors for the purposes of this Instrument in place of the previous Security Trustee.

9 NOTICES

All notices, requests, demands and other communications to be given under this Instrument shall be given and/or be deemed to be given in the same manner as notices to be given under the Common Terms and Facilities Agreement and the terms of clause 35 (Notices) of the Common Terms and Facilities Agreement shall apply *mutatis mutandis* to this Instrument as though that clause were set out in full in this Instrument.

10 GOVERNING LAW AND JURISDICTION

This Instrument shall be governed by, and construed in all respects in accordance with, the law of Scotland and, for the benefit of the Security Trustee, the Chargor irrevocably submits to the non-exclusive jurisdiction of the Scottish courts but without prejudice to the ability of the Security Trustee to proceed against the Chargor in any other appropriate jurisdiction.

11 WARRANDICE AND CONSENT TO REGISTRATION

11.1 The Chargor hereby grants warrandice.

11.2 A certificate signed by any official, manager or equivalent account officer of the Security Trustee shall, in the absence of manifest error, conclusively determine the Secured Debt at any relevant time. The Chargor hereby consents to the registration of this Instrument and of any such certificate for preservation: IN WITNESS WHEREOF these presents consisting of this and the preceding 4 pages together with the plan and schedule annexed hereto are executed as follows:

SUBSCRIBED for and on behalf of
the said BEATRICE OFFSHORE
WINDFARM LIMITED

at LINKLATERS LLP, LONDON EC2Y 8HQ

on 19 MAY 2016

By PAUL COOLEY
Print Full Name


Director

before this witness

ANNA-MARIA ALEXANDROU
Print Full Name


Witness

Address

Linklaters LLP
One Silk Street
London EC2Y 8HQ
Tel: 020 7456 2000

This is the Schedule referred to in the foregoing standard security by Beatrice Offshore Windfarm Limited in favour of The Bank of Tokyo-Mitsubishi UFJ, Ltd. as Security Trustee

A handwritten signature in black ink, consisting of a stylized 'S' followed by a horizontal line.

MAP1603005 SCHEDULE OF COORDINATES				
EXPORT CABLE CORRIDOR COORDINATES				
1	338628.667784	864455.589664	-3.030359	57.665780
373	337538.644464	864719.004968	-3.048694	57.667995
374	338320.779674	870068.990405	-3.036958	57.716150
375	338231.591927	870097.191760	-3.038462	57.716391
376	338949.397678	875023.164313	-3.027670	57.760728
377	338953.492359	875300.809401	-3.027672	57.763222
378	338780.834903	879989.068742	-3.031774	57.805302
379	338691.492145	880008.359317	-3.033282	57.805463
380	337922.293888	904926.422974	-3.052751	58.029131
381	338048.513750	904978.353018	-3.050628	58.029615
382	337829.682447	910769.284430	-3.055866	58.081588
383	337813.840436	911513.173332	-3.056332	58.088266
384	340083.593709	917159.670394	-3.019292	58.139286
385	343313.440109	921098.227318	-2.965404	58.175082
386	343342.260103	921133.368152	-2.964923	58.175401
387	344042.070118	920187.889121	-2.952800	58.167000
388	344221.155464	919951.517340	-2.949700	58.164900
389	344266.000654	919896.940298	-2.948925	58.164416
390	344265.848514	919896.800519	-2.948927	58.164414
391	344265.874499	919896.769562	-2.948927	58.164414
392	339375.534946	913654.383121	-3.030406	58.107711
393	338447.917833	911378.354898	-3.045545	58.087144
394	338449.879290	910903.500596	-3.045387	58.082880
395	338621.655947	904960.901092	-3.040921	58.029538
396	338729.004458	904950.339043	-3.039101	58.029458
397	339515.302546	879978.273314	-3.019415	57.805305
398	339407.451359	879952.952274	-3.021223	57.805063
399	339531.878356	875641.711349	-3.018039	57.766362
400	339550.676432	875094.923826	-3.017585	57.761454
401	339187.913990	869939.785332	-3.022373	57.715108
402	339080.378309	869941.298192	-3.024178	57.715107
403	338628.667784	864455.589664	-3.030359	57.665780

NOTE - The boundaries between the points 1 to 373 follow the boundary of the mean low water springs as shown on the Ordnance Map

BEATRICE WIND FARM SITE COORDINATES				
ID	Easting	Northing	Longitude	Latitude
1	344266.089933	919897.021663	2.948923	58.164416
2	344266.000711	919896.940272	-2.948925	58.164416
3	344265.931742	919897.024110	-2.948926	58.164416
4	344265.920935	919897.037272	-2.948926	58.164416
5	344264.405813	919898.881270	-2.948952	58.164433
6	344264.124343	919899.223805	-2.948957	58.164436
7	344239.617207	919929.049160	-2.949381	58.164701
8	344239.277972	919929.462165	-2.949387	58.164704
9	344221.155437	919951.517353	-2.949700	58.164900
10	344218.184660	919955.438408	-2.949751	58.164935
11	344217.360643	919956.526022	-2.949766	58.164945
12	344213.304323	919961.879932	-2.949836	58.164992

13	344199.580910	919979.993179	2.950073	58.165153
14	344172.302128	920015.998044	-2.950546	58.165473
15	344172.200304	920016.132478	-2.950547	58.165474
16	344169.262291	920020.010240	-2.950598	58.165509
17	344166.179193	920024.079588	-2.950652	58.165545
18	344164.336828	920026.511244	-2.950683	58.165566
19	344164.332414	920026.517111	-2.950684	58.165566
20	344163.929921	920027.048375	-2.950691	58.165571
21	344163.923643	920027.056669	-2.950691	58.165571
22	344163.436983	920027.699001	-2.950699	58.165577
23	344163.425504	920027.714074	-2.950699	58.165577
24	344163.214398	920027.992654	-2.950703	58.165579
25	344163.118253	920028.118903	-2.950705	58.165581
26	344163.098155	920028.146206	-2.950705	58.165581
27	344162.687224	920028.688496	-2.950712	58.165586
28	344161.809354	920029.847322	-2.950727	58.165596
29	344161.762559	920029.908927	-2.950728	58.165596
30	344161.067347	920030.826701	-2.950740	58.165605
31	344160.965619	920030.960933	-2.950742	58.165606
32	344160.953553	920030.976815	-2.950742	58.165606
33	344158.810912	920033.804795	-2.950779	58.165631
34	344158.124821	920034.710431	-2.950791	58.165639
35	344156.385851	920037.005630	-2.950821	58.165660
36	344115.969300	920090.350828	-2.951521	58.166133
37	344112.973999	920094.304254	-2.951573	58.166169
38	344042.070105	920187.889076	-2.952800	58.167000
39	343767.516516	920558.824651	-2.957555	58.170296
40	343417.036106	921032.341824	-2.963627	58.174504
41	343388.794773	921070.497333	-2.964116	58.174843
42	343350.968007	921121.603337	-2.964772	58.175297
43	343342.260146	921133.368201	-2.964923	58.175401
44	342803.492716	921863.338137	-2.974260	58.181887
45	342821.369840	921991.880591	-2.973988	58.183044
46	342852.719572	922217.294919	-2.973510	58.185072
47	342682.399142	922436.902462	-2.976460	58.187022
48	342430.920948	922562.043182	-2.980767	58.188113
49	342106.502218	922499.963536	2.986268	58.187513
50	341979.798629	922594.249350	-2.988446	58.188343
51	341958.292139	922610.253282	-2.988816	58.188484
52	340606.824911	923615.942263	3.012053	58.197335
53	341081.276258	924418.220760	-3.004187	58.204603
54	341082.424576	924420.162477	-3.004168	58.204621
55	341096.271708	924443.577502	-3.003938	58.204833
56	341129.520544	924554.406811	-3.003400	58.205833
57	341135.059810	924572.871093	-3.003311	58.205999
58	341291.604857	925094.686699	-3.000779	58.210706
59	341312.775918	925165.256423	-3.000437	58.211343
60	341326.323127	925210.413636	-3.000218	58.211750
61	341566.604712	925721.377142	-2.996258	58.216370
62	341770.071775	926154.053294	-2.992904	58.220283

63	342153.128859	926968.628406	-2.986588	58.227648
64	342225.136250	927121.752578	-2.985400	58.229033
65	342671.360829	927926.619155	-2.978003	58.236319
66	342815.489061	928186.586427	-2.975613	58.238673
67	343067.670414	928641.451020	-2.971430	58.242790
68	343872.516265	930155.730730	-2.958090	58.256492
69	344592.139433	931089.286470	-2.946053	58.264967
70	344648.400417	931162.272745	-2.945112	58.265629
71	345072.812624	931712.854647	-2.938010	58.270627
72	345696.237477	932728.202101	-2.927623	58.279823
73	346178.675235	933513.927196	-2.919581	58.286938
74	346425.435180	935663.629938	-2.915872	58.306273
75	346607.634195	935819.531658	-2.912800	58.307695
76	346807.852662	935990.851834	-2.909423	58.309258
77	347806.011481	936844.941570	-2.892585	58.317048
78	348507.375216	937394.705702	-2.880738	58.322068
79	349311.424035	937877.790282	-2.867120	58.326500
80	350333.800132	938124.205513	-2.849720	58.328830
81	350659.369703	938041.049444	-2.844144	58.328120
82	351043.515626	937942.931989	-2.837565	58.327282
83	352659.490826	937068.626532	-2.809798	58.319608
84	352701.677609	937047.555036	-2.809074	58.319423
85	352755.697156	937020.573282	-2.808146	58.319187
86	354141.948913	936328.168012	-2.784348	58.313116
87	354238.544921	936279.830129	-2.782690	58.312692
88	354381.289493	936208.577611	-2.780240	58.312067
89	355892.823074	934951.669479	-2.754206	58.300934
90	355893.577547	934950.992864	-2.754193	58.300928
91	356010.433638	934853.811906	-2.752181	58.300067
92	356011.072167	934853.248032	-2.752170	58.300062
93	355979.452446	934772.537737	-2.752694	58.299334
94	355830.635190	934414.094397	-2.755164	58.296100
95	355677.310088	934058.602230	-2.757711	58.292892
96	355516.717000	933705.759071	-2.760382	58.289707
97	355349.618828	933355.779617	-2.763164	58.286547
98	355257.704127	933168.081993	-2.764695	58.284852
99	355155.448447	932964.024222	-2.766399	58.283009
100	354976.561533	932619.538957	-2.769382	58.279897
101	354791.998321	932278.912530	-2.772462	58.276819
102	354739.302525	932185.615775	-2.773342	58.275976
103	354601.098530	931940.928541	-2.775650	58.273764
104	354404.755043	931606.802325	-2.778931	58.270743
105	354202.905655	931276.312663	-2.782306	58.267754
106	353994.601705	930948.692009	-2.785791	58.264790
107	353780.800488	930625.600518	-2.789370	58.261866
108	353561.540205	930305.368143	-2.793042	58.258967
109	353461.246196	930164.504655	-2.794723	58.257691
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112	352870.798178	929369.743950	-2.804621	58.250491

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115	352497.481069	928905.857481	-2.810885	58.246285
116	352382.852934	928766.396577	-2.812809	58.245020
117	352131.565545	928471.347550	-2.817028	58.242343
118	351874.835111	928180.834456	-2.821340	58.239706
119	351792.984606	928090.079153	-2.822715	58.238882
120	351747.280095	928030.952930	-2.823481	58.238346
121	351585.577531	927827.699834	-2.826192	58.236503
122	351505.837983	927727.470634	-2.827529	58.235594
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135	348799.763196	924920.237589	-2.872987	58.210077
136	348505.392226	924668.729477	-2.877940	58.207784
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138	348002.226324	924258.298823	-2.886409	58.204039
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145	347390.036613	923468.995876	-2.896645	58.196878
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153	345957.559520	921637.608254	-2.920584	58.180258
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171	344275.735080	919905.816586	-2.948762	58.164497
172	344274.790438	919904.955242	-2.948777	58.164489
173	344270.536149	919901.075845	-2.948849	58.164453
174	344268.031636	919898.792182	-2.948891	58.164432
175	344267.979015	919898.744154	-2.948892	58.164432
176	344266.387612	919897.293097	-2.948918	58.164419
177	344266.129170	919897.057388	-2.948923	58.164417
100 METRE RADIUS SUBSTATION AREAS EXCLUDED				
BEATRICE SUBSTATION CENTROID COORDINATES				
OTM 1	348412.258843	929378.641440	-2.880572	58.250070
OTM 2	347526.489168	930144.970419	-2.895834	58.256847
BUFFER ZONE COORDINATES				
1	347812.038265	930228.484486	-2.890988	58.257631
2	348500.274599	929633.094702	-2.879129	58.252365
3	348575.827343	929567.734328	-2.877828	58.251787
4	348585.881762	929558.545717	-2.877654	58.251706
5	348595.420857	929548.823187	-2.877490	58.251620
6	348604.416316	929538.595595	-2.877334	58.251529
7	348612.841441	929527.893298	-2.877188	58.251434
8	348620.671227	929516.748058	-2.877052	58.251335
9	348627.882434	929505.192955	-2.876927	58.251232
10	348634.453659	929493.262285	-2.876812	58.251125
11	348640.365401	929480.991457	-2.876709	58.251016
12	348645.600111	929468.416892	-2.876617	58.250904
13	348650.142255	929455.575910	-2.876537	58.250789
14	348653.978351	929442.506623	-2.876469	58.250672
15	348657.097013	929429.247821	-2.876413	58.250553
16	348659.488985	929415.838855	-2.876369	58.250433
17	348661.147169	929402.319524	-2.876338	58.250312
18	348662.066642	929388.729953	-2.876319	58.250190
19	348662.244676	929375.110474	-2.876313	58.250068
20	348661.680741	929361.501512	-2.876319	58.249945
21	348660.376513	929347.943456	-2.876339	58.249823
22	348658.335862	929334.476548	-2.876370	58.249702
23	348655.564844	929321.140756	-2.876415	58.249582
24	348652.071684	929307.975661	-2.876471	58.249463
25	348647.866749	929295.020337	-2.876540	58.249347
26	348642.962520	929282.313235	-2.876621	58.249232
27	348604.431121	929190.041147	-2.877257	58.248399
28	348592.405480	929161.243008	-2.877455	58.248139
29	348577.337890	929125.160469	-2.877704	58.247813
30	347454.869019	926437.159387	-2.896214	58.223541

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34	346792.674962	924854.784699	-2.907123	58.209251
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36	346779.324074	924832.965246	-2.907345	58.209054
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38	346763.813593	924812.624162	-2.907604	58.208869
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43	343800.203257	920514.668481	-2.956989	58.169904
44	343796.018070	920520.322762	-2.957062	58.169954
45	343767.519728	920558.825403	-2.957555	58.170296
46	343482.450078	920943.969288	-2.962494	58.173718
47	343417.721962	921031.420386	-2.963615	58.174495
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66	342743.672532	924516.621759	-2.975930	58.205706
67	342744.368206	924530.668292	-2.975922	58.205833
68	342745.852600	924544.653485	-2.975900	58.205958
69	342748.121017	924558.533086	-2.975865	58.206083
70	342751.166278	924572.263178	-2.975816	58.206207
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72	342759.546364	924599.101666	-2.975680	58.206449
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74	342770.886877	924624.829531	-2.975494	58.206682
75	342777.623892	924637.174637	-2.975382	58.206793
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77	342793.124917	924660.632012	-2.975124	58.207006
78	342801.839879	924671.670057	-2.974979	58.207106
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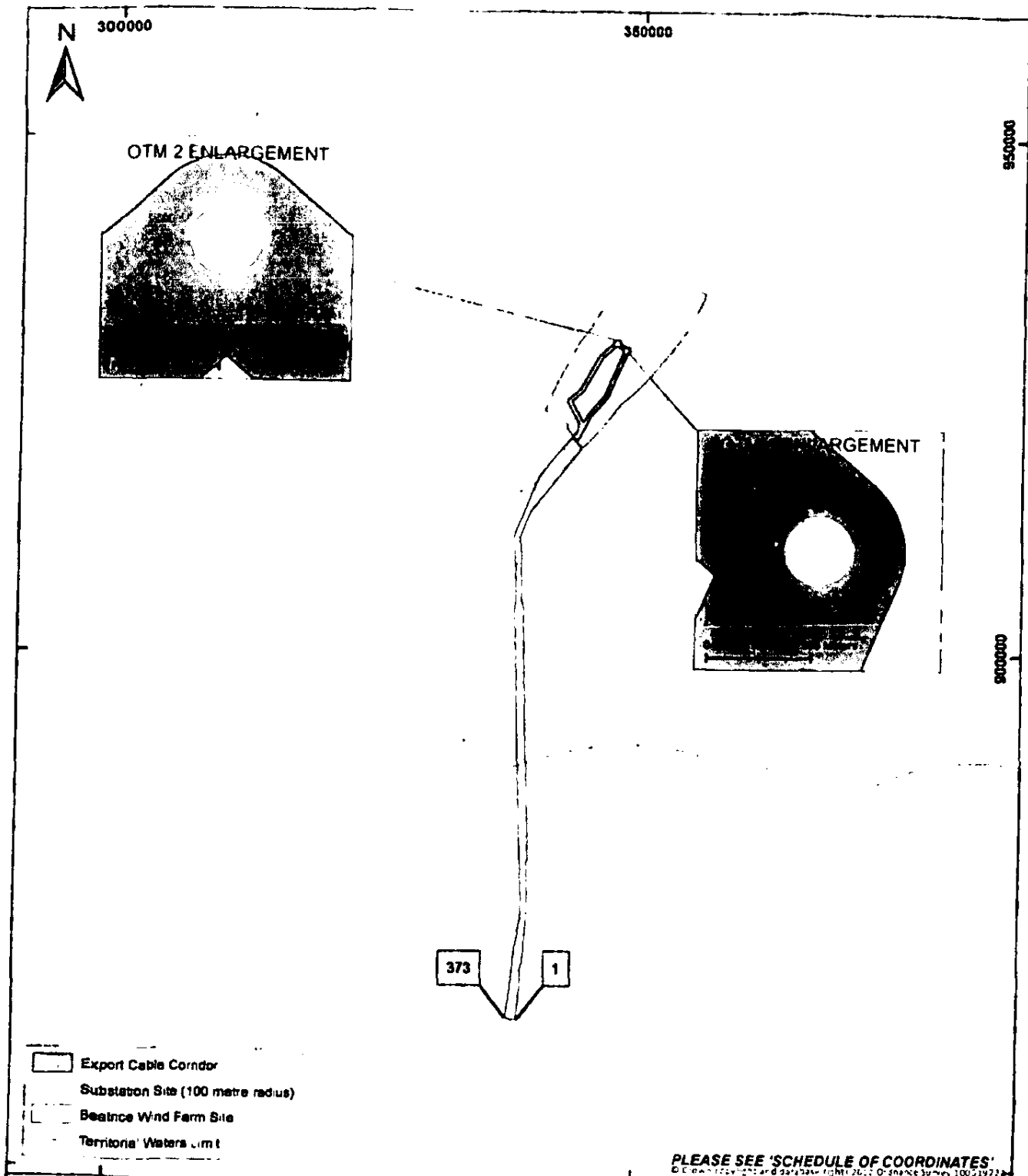
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84	344061.295171	925802.440788	-2.953824	58.217423
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89	345775.792610	928845.311011	-2.925357	58.244963
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93	345809.369195	928883.797191	-2.924794	58.245313
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99	347355.854647	930327.680811	-2.898783	58.258467
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101	347377.476515	930345.700634	-2.898418	58.258632
102	347389.013706	930353.769409	-2.898224	58.258706
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131	344617.238494	923044.195099	-2.943705	58.192723
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153	344371.323796	925356.851032	-2.948441	58.213460
154	344361.971746	925348.458964	-2.948598	58.213384
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157	343729.810580	923650.523141	-2.958944	58.198056
158	343833.745449	923453.282676	-2.957128	58.196298
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162	344294.199381	922576.362586	-2.949087	58.188481
163	344298.816963	922563.731330	-2.949005	58.188368
164	344302.748654	922550.870051	-2.948935	58.188253
165	344305.983077	922537.815964	-2.948877	58.188136
166	344308.510873	922524.606840	-2.948831	58.188018
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[Handwritten signature]

BEATRICE EXPORT CABLE CORRIDOR LEASE PLAN



This is the plan referred to in the foregoing Standard Security by Beatrice Offshore Windfarm Limited in favour of The Bank of Tokyo-Mitsubishi UFJ, Ltd as Security Trustee.

[Signature]

THE CROWN ESTATE 	The Crown Estate 6 Bell's Brae Edinburgh EH4 3BJ	Scale: 1:500,000	Coordinate System: British National Grid Datum: OSGB 1936 0 10 20 Km
		Date: 30/03/2016	
		Author: JM	
		Reference: MAP/1603/003	

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FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 350248

Charge code: SC35 0248 0005

The Registrar of Companies for Scotland hereby certifies that a charge dated 27th May 2016 and created by BEATRICE OFFSHORE WINDFARM LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 8th June 2016.

Given at Companies House, Edinburgh on 15th June 2016



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**