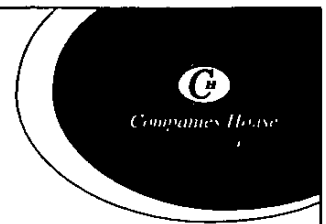


002941/13

In accordance with
Section 860 of the
Companies Act 2006

MG01

Particulars of a mortgage or charge

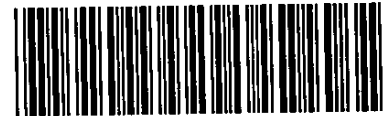


A fee is payable with this form.
We will not accept this form unless you send the correct fee
Please see 'How to pay' on the last page.

What this form is for
You may use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland

What this form is NOT for
You cannot use this form to register
particulars of a charge for a Scottish
company. To do this, please use
form MG01s.

TUESDAY



A50BYUZ5

A48

14/06/2011

224

COMPANIES HOUSE

1 Company details

Company number 7 6 2 5 2 6 4

Company name in full AEOLUS SAIL AND POWER LIMITED

2 | | |

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

All fields are mandatory unless
specified or indicated by *

2 Date of creation of charge

Date of creation d 1 d 0 m 0 m 6 y 2 y 0 y 1 y 1

3 Description

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

Description Deed of Covenants between the Mortgagor and Close Asset Finance Limited (the "Mortgagee")
relating to the British Registered Vessel "Epiphany" (the "Deed of Covenants")

4 Amount secured

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

Amount secured

All monies whether principal, interest or otherwise and all obligations
and liabilities whatsoever whether present, future, actual or contingent
which are or may become payable or owing to the Mortgagee or
Close Brothers Limited or Air and General Finance Limited by the
Mortgagor either alone or jointly and/or severally with any other
person (including under or in connection with the Deed of Covenants
and the Statutory Mortgage entered into between the Mortgagor and
the Mortgagee bearing the date of the Mortgage) or by any person
under any loan agreement entered into or to be entered into between
the Mortgagor or any third party and the Mortgagee

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

MG01

Particulars of a mortgage or charge

5**Mortgagee(s) or person(s) entitled to the charge (if any)**

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge

Name	Close Asset Finance Limited
Address	11th Floor, Tolworth Tower, Surbiton, Surrey
Postcode	K T 6 7 E L
Name	
Address	
Postcode	

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

6**Short particulars of all the property mortgaged or charged**

Please give the short particulars of the property mortgaged or charged

Short particulars

A Hanse 375 vessel named "Epiphany" bearing Hull Identification Number DE-HANG0731D111 together with one Volvo D1-30-28hp engine bearing serial number 5102133879V ("The Vessel")

"(By way of assignment) (1) All contracts and policies of insurance which are from time to time effected and maintained under the Mortgage of the Vessel "Epiphany" dated 10th June 2011, (2) All monies or other compensation payable by reason of requisition for title or other compulsory acquisition of the Vessel, (3) All monies payable in respect of the loss of the Vessel, or the hijacking, theft, condemnation, capture, seizure, arrest, detention or confiscation of the Vessel, (4) All the benefits of the Mortgagor under any agreements for the purchase, repair, overhaul or servicing of the Vessel including without limitation all benefits under warranty and indemnity provisions and all claims for damages "

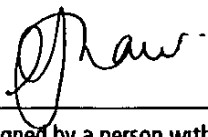
Continuation page
Please use a continuation page if
you need to enter more details.

MG01

Particulars of a mortgage or charge

7	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 <ul style="list-style-type: none">- 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 of interest payable under the terms of the debentures should not be entered.	
Commission allowance or discount	N/A	

8	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 (section 860). 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 (section 866). 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 (section 870). 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 section 867(2) applies (property situated in another part of UK).	
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9	Signature Please sign the form here.	
Signature	Signature  X	X
	This form must be signed by a person with an interest in the registration of the charge	

MG01

Particulars of a mortgage or 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 and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record

Contact name **Caroline Shaw**

Company name **Close Asset Finance Limited**

Address **11th Floor, Tolworth Tower**

Post town **Surbiton**

County/Region **Surrey**

Postcode **K T 6 7 E L**

Country **England**

DX

Telephone **020 8399 1111**

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 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(s) or person(s) entitled to the charge
- You have entered the short particulars of all the property mortgaged or charged
- You have signed the form.
- You have enclosed the correct fee

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.

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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
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 enquires@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

Pursuant to section 869(5) & (6) of the Companies Act 2006

COMPANY NO. 7625264
CHARGE NO. 2

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEED OF COVENANTS DATED 10
JUNE 2011 AND CREATED BY AEOLUS SAIL AND POWER
LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME
DUE FROM THE COMPANY TO CLOSE ASSET FINANCE
LIMITED OR CLOSE BROTHERS LIMITED OR AIR AND
GENERAL FINANCE LIMITED ON ANY ACCOUNT
WHATSOEVER 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 ON THE 14 JUNE 2011

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15 JUNE 2011

P



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES