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COMPANIES FORM No. 395

00400024

Particulars of a mortgage or charge

395

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

CHFP025

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

*insert full name of Company

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number

[1 1 7]

FC004087

Name of company

* El Al Israel Airlines Limited

Date of creation of the charge

30 December 2008

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

Assignment of Insurances

Amount secured by the mortgage or charge

Any and all obligations (present, future, actual or contingent) which are now or at any time owed by El Al Israel Airlines Limited to Wilmington Trust Company (not in its individual capacity, but solely as Security Trustee) under an Amended and Restated Lease Agreement (MSN 29638) dated December 29, 2008 in respect of one Boeing 737-800 Aircraft bearing manufacturer's serial number 29638.

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

Wilmington Trust Company, Rodney Square North, 1100 North Market Street, Wilmington, Delaware, USA

Postcode 19890-0001

Presenter's name address and reference (if any):

Addleshaw Goddard LLP
Box 500, Companies House, 21
Bloomsbury Street, London,
WC1B 3XD

MACCR/306792.498

Time critical reference

For official Use (02/06)
Mortgage Section

Post room

WEDNESDAY



LD3

07/01/2009

104

COMPANIES HOUSE

Short particulars of all the property mortgaged or charged

All of the right, title and interest, present and future, actual or contingent, of El Al Israel Airlines Limited in and to the benefits of any and all contracts or policies of insurance maintained by El Al Israel Airlines Limited in respect of the Boeing 737-800 Aircraft bearing manufacturer's serial number 29638 (other than any third party, passenger or cargo liability insurance), and all the benefits and proceeds of such policies and contracts of insurance (other than moneys received which are paid by the insurer in respect of third party, passenger or cargo liability insurance) including all claims of whatsoever nature thereunder and return of premiums in respect thereof.

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

Particulars as to commission allowance or discount (note 3)

None

Signed

Abdelhakim Gaddad

Date 7th January 2009

On behalf of [company] [mortgagee/chargee] † Chargee

A fee is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

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 No. 398 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 company 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 prescribed 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**.
- 6 The address of the Registrar of Companies is: Companies House, Crown Way, Cardiff CF14 3UZ



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

Pursuant to section 401(2) of the Companies Act 1985

COMPANY NO. FC4087
CHARGE NO. 7

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN ASSIGNMENT OF INSURANCES
DATED 30 DECEMBER 2008 AND CREATED BY "EL AL" ISRAEL
AIRLINES LIMITED FOR SECURING ALL MONIES DUE OR TO
BECOME DUE FROM THE COMPANY TO WILMINGTON TRUST
COMPANY 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 ON THE 7 JANUARY 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 9 JANUARY 2009

Handwritten signature



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES