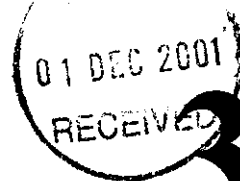


# M

## COMPANIES FORM NO.395

ALC 004 00045



# 395

### Particulars of a Mortgage or charge

Please do not  
write in this  
margin

Pursuant to section 395 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company Number

6	.	
---	---	--

01801230

\* insert full name  
of company

Name of company

Talkback Productions Limited

Date of creation of the charge

29<sup>th</sup> November 2001

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

Pledge Agreement

Amount secured by the mortgage or charge

As per Appendix A

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

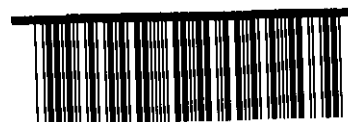
ABN AMRO Bank N.V.  
Gustav Mahleraan 10,  
Amsterdam 1000 EA,  
The Netherlands

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

Philip Woodford  
ABN AMRO Bank N.V.,  
250 Bishopsgate,  
London, EC2M 4AA

Time critical reference

For official use  
Mortgage Section Post room



A45  
COMPANIES HOUSE

\*AXZGT68T\*

0832  
01/12/01

Short particulars of all the property mortgaged or charged

As per Appendix B

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 (note3)

Signed

*Margaret Austin*

Date 30<sup>th</sup> November 2001

On behalf of chargee

**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 a 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 whether 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, e.g. "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.

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 01801230

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A PLEDGE AGREEMENT DATED THE 29th NOVEMBER 2001 AND CREATED BY TALKBACK PRODUCTIONS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO ABN AMRO BANK N.V. UPON ABN AMRO BANK N.V. HAVING PAID ANY PAYMENT OBLIGATION TO THE BENEFICIARIES (AS DEFINED) PURSUANT TO THE TERMS OF GUARANTEES ENTERED INTO OR AS THE CASE MAY BE UNDER ANY OF THE PLEDGE AGREEMENT AND THE DEPOSIT AGREEMENT WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 1st DECEMBER 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 5th DECEMBER 2001.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —