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\*insert full name  
of Company

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

A fee of £10 is payable to Companies House in respect  
of each register entry for a mortgage or charge.

Pursuant to section 395 of the Companies Act 1985

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

For official use

Company number

[7][1][1][1]

02533898

Name of company

\* Isis Productions Limited (the "Borrower")

Date of creation of the charge

2 September 2003

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

Deed of Charge (the "Charge") entered into between Barclays Bank plc acting through its Media Banking Centre, 27 Soho Square, London W1 3QR (the "Bank") and the Borrower in relation to the television programme provisionally entitled "Ray Davies" (the "Programme")

Amount secured by the mortgage or charge

All monies which shall for the time being be due or owing to the Bank by the Borrower (including interest and other proper costs and charges) pursuant to the facility letter dated 2 September 2003 between the Bank and the Borrower (the "Facility Letter") and the Charge

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

Barclays Bank plc acting through its Media Banking Centre, 27 Soho Square, London

Postcode W1D 3QR

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

Davenport Lyons  
1 Old Burlington Street,  
London W1S 3NL

STB/LS/BAR.2.167

Time critical reference

For official Use  
Mortgage Section

Post room



A06  
COMPANIES HOUSE

0225  
12/09/03

Please see attached schedule

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legibly, preferably  
in black type, or  
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lettering

Particulars as to commission allowance or discount (note 3)

n/a

Signed

*Davenport Lyons*

Date 11 September 2003

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

A fee of £10 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 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-  
  
Companies House, Crown Way, Cardiff CF14 3UZ

## SCHEDULE TO FORM 395

### ISIS PRODUCTIONS LIMITED (Company Number 2533898)

#### Short particulars of all the property charged or assigned

- 1.1 As continuing security for the payment to the Bank of the Secured Amounts and for the performance of the obligations of the Borrower under this Charge the Borrower with full title guarantee:
- 1.1.1 assigns absolutely to the Bank by way of security throughout the world (and insofar as necessary by way of present assignment of future copyright pursuant to s.91 of the Copyright Designs and Patents Act 1988) the Borrower's right, title and interest in and to:
- (a) the Rights (subject to and with the benefit of the ITV Contract);
  - (b) the ITV Contract and all of the Borrower's right, title, benefit and interest to and in the same including, without limitation, any and all sums of money whatever payable to or on account of the Borrower by ITV pursuant to the ITV Contract;
  - (c) the benefit of the Insurance Policies now or in the future taken out by the Borrower in respect of the Programme and/or the Rights;
- 1.1.2 charges by way of first fixed charge to the Bank all the Borrower's right, title and interest in and to:
- (a) the Programme (both as presently existing and to be created or acquired by the Borrower);
  - (b) the proceeds of the Insurance Policies now or in the future taken out by the Borrower in respect of the Programme and/or the Rights;
  - (c) all sums from time to time standing to the credit of the Borrower in the Borrower's Current Account.;
- 1.1.3 charges by way of a floating charge any and all of the Borrower's rights and interest detailed in sub-clauses 2.2.2 above if and to the extent that the first fixed charge may fail for any reason to operate as a fixed charge.

Except as otherwise defined herein, capitalised terms used herein shall bear the meanings ascribed to them in the Charge.

FILE COPY



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

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

COMPANY No. 02533898

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF CHARGE DATED THE 2nd SEPTEMBER 2003 AND CREATED BY ISIS PRODUCTIONS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC 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 12th SEPTEMBER 2003.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 16th SEPTEMBER 2003 .

*P. L.*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —