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CHFP041

COMPANIES FORM No. 395

Particulars of a mortgage or charge

655589/13
395

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

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

8

02650152

Name of company

DUNCAN BAIRD PUBLISHERS LIMITED

Date of creation of the charge

31 AUGUST 2009

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

TRUST DEBENTURE

Amount secured by the mortgage or charge

£1,500,000

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

IMAGO HOLDINGS LIMITED
ALBURY COURT, ALBURY, THAME

Postcode OX9 2LP

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

BLAKE LAPHORN
SEACOURT TOWER
WEST WAY

OXFORD
REF: NJM/IMAGO

Time critical reference

For official use (02/2006)
Mortgage Section

Post room

SATURDAY



AYP22DES

A22

19/09/2009

4

COMPANIES HOUSE

COM395/1

Short particulars of all the property mortgaged or charged

FIXED CHARGES OVER THE FOLLOWING: (1) the property (2) all other freehold and leasehold property (3) all plant, machinery, vehicles and other equipment owned by the Company (4) all investments owned by the Company (5) all negotiable interests of the Company (6) all present and future licences of the Company (7) all intellectual property of the Company (8) the goodwill and uncalled capital of the Company (9) the debts due to the Company (10) all benefits of contracts of insurance. FLOATING CHARGES OVER THE FOLLOWING: (1) note in trade and work in progress (2) all other property and assets of the Company.

Please do not write in this margin

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

No Fixt
No U/T

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

† Delete as appropriate

Particulars as to commission allowance or discount (note 3)

Signed [Signature]

Date 15/09/09

On behalf of [Company Name] (mortgagee/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 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 are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:- Companies House, Crown Way, Cardiff CF4 3UZ.



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY NO. 2650152
CHARGE NO. 8

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A TRUST DEBENTURE DATED 31
AUGUST 2009 AND CREATED BY DUNCAN BAIRD PUBLISHERS
LIMITED FOR SECURING £1,500,000 DUE OR TO BECOME DUE
FROM THE COMPANY TO IMAGO HOLDINGS LIMITED WAS
REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE
COMPANIES ACT 1985 ON THE 19 SEPTEMBER 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21 SEPTEMBER
2009

D. Sel.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES