

# M

## COMPANIES FORM No. 395

### Particulars of a mortgage or charge

2

# 395

Please do not  
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Pursuant to section 395 of the Companies Act 1985

CHA 116

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

To the Registrar of Companies

For official use

Company number

[ ] [ ] [ ] [ ]

3137730

Name of company

\* Liberty Publishing Limited

\* insert full name  
of company

Date of creation of the charge

2 May 1996

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

A charge over deposit account ("the Charge") dated 2 May 1996 made between London Jazz Radio Limited (1) ("the Beneficiary") and Liberty Publishing Limited (2) ("the Company").

Amount secured by the mortgage or charge

All monies and liabilities from the date of the Charge or thereafter due, owing or incurred to the Beneficiary by Radio Viva Limited pursuant to the Sub-Lease whether actual or contingent, solely or jointly with any other person and whether as principal or surety together with all interest accruing thereon and all costs, charges and expenses incurred in connection therewith and in perfecting, protecting or enforcing the Charge ("the Guaranteed Obligations").

For the purpose of the Charge;

"Sub-Lease" means the sub-lease to be entered into between the Beneficiary (1) and Radio Viva Limited (2) on the date of completion of the Acquisition Agreement relating to part of the ground floor of 26/27 Castlereagh Street, London W1.  
(See Continuation Sheet)

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

London Jazz Radio Limited, Golden Rose House, 26-27 Castlereagh Street, London W1H 6DJ.

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

S J Berwin & Co  
222 Grays Inn Road  
London  
WC1X 8HB

CF: 76187.1/CF5

Time critical reference

For official use

Mortgage Section

Post room



Short particulars of all the property mortgaged or charged

All the Company's right, title and interest in the Charged Account and the Charged Balance.

For the purpose of the Charge;

"Charged Account" means the interest bearing sterling deposit account no 81294288 at Midland Bank Plc of 196A Piccadilly Circus, London W1V 9DY designated "The Simkins Partnership Client A/c Re Liberty Publishing Limited" and includes any sub-account, any redesignation of that account and any account substituted as the Charged Account by written agreement between the parties;

"Charged Balance" means the balance for the time being on the Charged Account and includes all interest accrued on the Charged Balance.

(See Continuation Sheet)

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bold block  
lettering

Particulars as to commission allowance or discount (note 3)

None

Signed S J Berwind Co.

Date 8 May 1986

On behalf of ~~[company]~~ [mortgagee/chargee] <sup>†</sup>

<sup>†</sup> delete as  
appropriate

- 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.

Please do not  
write in this  
binding margin

## Particulars of a mortgage or charge (continued)

Continuation sheet No  
to Form No 395 and 410 (Scot)

CHA 116

Please complete  
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bold block lettering

Company Number

3137730

Name of Company

Liberty Publishing Limited

Limited\*

\* delete if  
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

"Acquisition Agreement" means the agreement for the sale and purchase of the issued share capital of Radio Viva Limited between the Beneficiary (1) and the Company (2) with the same date as the date of the Charge;

"Tax Indemnity" means the tax indemnity to be given to the Company by the Beneficiary on the date of the completion of the Acquisition Agreement.

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

Please do not  
write in this  
binding margin

Names, addresses and descriptions of the mortgagees or persons entitled to the charge (continued)

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

Note

The Company will not assign, charge, pledge or otherwise encumber any of its rights, title, interest and benefits under the Charged Account and/or the Charged Balance during the continuance of the Charge.

Please complete  
legibly, preferably  
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bold block lettering

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## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 03137730

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A CHARGE OVER DEPOSIT ACCOUNT DATED THE 2nd MAY 1996 AND CREATED BY LIBERTY PUBLISHING LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO GOLDEN ROSE COMMUNICATION PLC ON ANY ACCOUNT WHATSOEVER PURSUANT TO THE ACQUISITION AGREEMENT AND/OR THE TAX INDEMNITY (AS DEFINED) AND ALL OTHER MONIES DUE FROM RADIO VIVA LIMITED PURSUANT TO THE SERVICES AGREEMENT (AS DEFINED) WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 8th MAY 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 10th MAY 1996.

*M. Shanahan*  
M. SHANAHAN

for the Registrar of Companies



COMPANIES HOUSE

HC026B

LC  
HT.  
1075