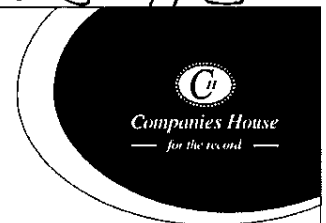


MG01

Particulars of a mortgage or charge

136582/13



A fee is payable with this form

We will not accept this form unless you send the correct fee

Please see 'How to pay' on the last page

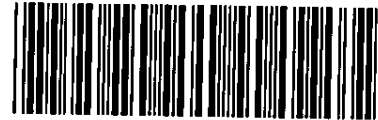
☒ What this form is for

You may use this form to register
particulars of a mortgage or charge
in England and Wales or Northern
Ireland

☐ What this form is NOT

You cannot use this form
particulars of a charge for
company. To do this, please
form MG01s

WEDNESDAY



AU5SWIDS

A28

17/03/2010

382

COMPANIES HOUSE

1 Company details

Company number 0 4 1 1 5 0 0 8

Company name in full Green Bay Media Limited (the "Chargor")

6 Filing in this form

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Date of creation of charge

Date of creation d 0 d 8 m 0 m 3 y 2 y 0 y 1 y 0

3 Description

Please give a description of the instrument (if any) creating or evidencing the
charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'

Description

Charge (the "Charge") relating to the series provisionally entitled "Islands" (the "Series")

4 Amount secured

Please give us details of the amount secured by the mortgage or charge

Amount secured

All sums advanced to the Chargor by Finance Wales Investments (4)
Limited (the "Chargee") pursuant to an agreement between the
Chargor and the Chargee dated 8 March 2010 (the "Investment
Agreement") together with all interest accrued but unpaid thereon

Continuation page

Please use a continuation page if
you need to enter more details

MG01

Particulars of a mortgage or charge

5	Mortgagee(s) or person(s) entitled to the charge (if any)	
	Please give the name and address of the mortgagee(s) or person(s) entitled to the charge	
Name	Finance Wales Investments (4) Limited	
Address	3rd Floor, Oakleigh House, 14-16 Park Place, Cardiff, Wales	
Postcode	C F 1 0 3 D Q	
Name		
Address		
Postcode		
	Continuation page Please use a continuation page if you need to enter more details	

6	Short particulars of all the property mortgaged or charged	
	Please give the short particulars of the property mortgaged or charged	
	Continuation page Please use a continuation page if you need to enter more details	
Short particulars	<p>1 Pursuant to clause 2 1 of the Charge, the Chargor, by way of continuing security for the fulfilment by it of its obligations under the Investment Agreement and its obligations under the Charge with full title guarantee has charged by way of fixed charge to the Chargee all of its right, title and interest in and to the following in relation to the Series throughout the world (the "Secured Territory")</p> <p>1 1 all literary property and ancillary rights in relation to the Series, including without limitation, <u>treatments, scripts, and the copyrights thereof,</u></p> <p>1 2 the copyright in the Series,</p> <p>1 3 the music and musical compositions of the Series including the lyrics and all rights to exploit the same and to produce publish reproduce and synchronise all or any of the same,</p> <p>1 4 all physical and digital material (including without limitation all tangible and photographic film stock, videotape, audio tape, negatives, duplicating material masters, out takes trims, sound effects tracks, dialogue tracks, music tracks, sets, raw film, and books, records and documentation and all other physical properties of or relating to the Series whether at the date of the Charge or thereafter in existence and wherever located,</p> <p>1 5 the entire right title and interest of the Chargor in and the benefits of the Chargor under the Investment Agreement and all other agreements by means of which the Chargor may at the date of the Charge or thereafter have secured the necessary funding to enable the production of the Series,</p> <p>1 6 all contracts, contract rights and agreements of the Chargor relating to the Series or to any literary property and ancillary rights and any other elements of the Series,</p>	

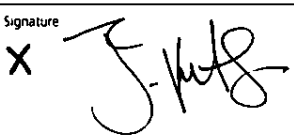
MG01 - continuation page

Particulars of a mortgage or charge

6	Short particulars of all the property mortgaged or charged	
	Please give the short particulars of the property mortgaged or charged	
Short particulars	<p>1 7 all ancillary publishing spin-off and merchandising rights of every kind and nature in the Series, including but not limited to novelisation and publishing rights and commercial tie-up and sponsorships,</p> <p>1 8 the proceeds of all present (including at the date of the Charge) and future policies of insurance in respect of the Series,</p> <p>the rights interests and assets set out above shall hereinafter be referred to as the Secured Assets"</p> <p>2 Pursuant to clause 3 1 of the Charge, the Chargor</p> <p>2 1 has covenanted with the Chargee that the Chargor shall not create or permit to arise or subsist any encumbrance, charge or pledge upon the whole or any part of the Secured Assets extending over the Secured Territory or any part thereof ranking in priority to or pari passu with the security granted by the Charge without the prior written consent of the Chargee,</p> <p>2 2 has warranted that it has not previously granted, assigned transferred or otherwise dealt with the Secured Assets or any part thereof in or over the Secured Territory or any part thereof to or with any third party in such a way as to derogate from the security provided for by the Charge and the Chargor has full right and power to grant the said security upon the terms set out in the Charge,</p> <p>2 3 has covenanted that it will not, without the Chargee's prior written consent, sell, transfer, licence, assign, lease, hire or otherwise dispose of or grant any interest in or to (or purport to sell, transfer, licence, assign, lease, hire or otherwise dispose of or grant any interest in or to) the Secured Assets or any of them or any interest in them or part with possession of or allow any third party other than employees involved in the Chargor's business access to the Secured Assets save as permitted under the Investment Agreement</p>	

MG01

Particulars of a mortgage or charge

<p>7</p>	<p>Particulars as to commission, allowance or discount (if any)</p> <p>Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his</p> <ul style="list-style-type: none"> - subscribing or agreeing to subscribe, whether absolutely or conditionally, or - procuring or agreeing to procure subscriptions, whether absolute or conditional, <p>for any debentures included in this return The rate of interest payable under the terms of the debentures should not be entered</p>	
<p>Commission allowance or discount</p>	<p>None</p>	
<p>8</p>	<p>Delivery of instrument</p> <p>You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860) If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 866)</p> <p>We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 870) The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it Where a body corporate gives the verification, an officer of that body must sign it We will also accept a verified copy where section 867(2) applies (property situated in another part of UK)</p>	
<p>9</p>	<p>Signature</p> <p>Please sign the form here</p> <p>Signature  X</p> <p>This form must be signed by a person with an interest in the registration of the charge</p>	<p>X</p>

MG01

Particulars of a mortgage or charge



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name **Jeremy Roberts**

Company name **Sheridans**

Address **Whittington House**

Alfred Place

Post town **London**

County/Region

Postcode **W C 1 E 7 E A**

Country **England**

DX **2110 Euston**

Telephone **020 7079 0100**



Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have included the original deed with this form
- ☐ You have entered the date the charge was created
- ☐ You have supplied the description of the instrument
- ☐ You have given details of the amount secured by the mortgagee or chargee
- ☐ You have given details of the mortgagee(s) or person(s) entitled to the charge
- ☐ You have entered the short particulars of all the property mortgaged or charged
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record



How to pay

A fee of £13 is payable to Companies House in respect of each mortgage or charge

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 869(5) & (6) of the Companies Act 2006

**COMPANY NO. 4115008
CHARGE NO. 6**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A CHARGE DATED 8 MARCH 2010
AND CREATED BY GREEN BAY MEDIA LIMITED FOR
SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE
COMPANY TO FINANCE WALES INVESTMENTS (4) LIMITED
UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT
CREATING OR EVIDENCING THE CHARGE WAS REGISTERED
PURSUANT TO CHAPTER 1 PART 25 OF THE COMPANIES ACT
2006 ON THE 17 MARCH 2010

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19 MARCH 2010

ox, Seb.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES