



**Registration of a Charge**

Company Name: **NEW WIMBLEDON THEATRE LIMITED**

Company Number: **04787118**



Received for filing in Electronic Format on the: **19/07/2023**

XC832D35

**Details of Charge**

Date of creation: **11/07/2023**

Charge code: **0478 7118 0012**

Persons entitled: **GLAS TRUST CORPORATION LIMITED AS SECURITY AGENT**

Brief description: **PROPERTY SPECIFIED IN SCHEDULE 2 (PROPERTIES) AND TRADE MARKS, TRADE MARK APPLICATIONS AND COPYRIGHT WORKS SPECIFIED IN SCHEDULE 4 (INTELLECTUAL PROPERTY)**

**Contains fixed charge(s).**

**Contains floating charge(s) (floating charge covers all the property or undertaking of the company).**

**Contains negative pledge.**

**Authentication of Form**

This form was authorised by: **a person with an interest in the registration of the charge.**

**Authentication of Instrument**

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S. 859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by:

**NICOLE COURTNEY**



## **CERTIFICATE OF THE REGISTRATION OF A CHARGE**

Company number: 4787118

Charge code: 0478 7118 0012

The Registrar of Companies for England and Wales hereby certifies that a charge dated 11th July 2023 and created by NEW WIMBLEDON THEATRE LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 19th July 2023 .

Given at Companies House, Cardiff on 20th July 2023

The above information was communicated by electronic means and authenticated  
by the Registrar of Companies under section 1115 of the Companies Act 2006



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**

## EXECUTION VERSION

### SECURITY ACCESSION DEED

THIS SECURITY ACCESSION DEED is made on 11 July 2023

#### BETWEEN:

- (1) **INTERNATIONAL ENTERTAINMENT JJCO 3 LIMITED**, a company incorporated in England and Wales with registered number 14849158 (the **Company**);
- (2) **THE ENTITIES LISTED IN Schedule 1** (the **Additional Chargors**); and
- (3) **GLAS TRUST CORPORATION LIMITED** as security trustee for itself and the other Secured Parties (the **Security Agent**).

#### RECITAL:

This deed is supplemental to a debenture dated 6 June 2023 between the Original Chargor and the Security Agent, as previously supplemented by earlier Security Accession Deeds (if any) (the **Debenture**).

NOW THIS DEED WITNESSES as follows:

#### 1. INTERPRETATION

##### 1.1 Definitions

Terms defined in the Debenture shall, unless the context requires otherwise or unless otherwise defined below, have the same meaning when used in this deed.

##### 1.2 Construction

Clauses 1.2 (Construction) to 1.9 (Permitted Transactions) of the Debenture will be deemed to be set out in full in this deed, but as if references in those clauses to the "Debenture" and other similar expressions were references to this deed.

#### 2. ACCESSION OF ADDITIONAL CHARGORS

##### 2.1 Accession

Each Additional Chargor agrees to be a Chargor for the purposes of the Debenture with immediate effect and agrees to be bound by all of the terms of the Debenture as if it had originally been a party to it as a Chargor.

##### 2.2 Covenant to pay

Each Additional Chargor as primary obligor covenants with the Security Agent (for the benefit of itself and the other Secured Parties) that it will on demand pay or discharge the Secured Obligations when they fall due in the manner provided for in the relevant Debt Documents.

##### 2.3 Specific Security

Subject to Clause 1.6 (Excluded Assets), each Additional Chargor, as continuing security for the payment of the Secured Obligations, charges in favour of the Security Agent with full title guarantee

the following assets, both present and future, from time to time owned by it or in which it has an interest:

- (a) by way of first legal mortgage all Property now belonging to or vested in it (including any property specified in Schedule 2 (Properties)); and
- (b) by way of fixed charge:
  - (i) all other interests (not charged under Clause 2.3(a)) in any Property and the benefit of all other agreements relating to land;
  - (ii) all of its rights, title and interest in the Intellectual Property;
  - (iii) all the Investments, Shares and all corresponding Related Rights;
  - (iv) all of its Partnership Shares (including any Partnership Shares specified in Schedule 8 (Partnership Shares) opposite its name;
  - (v) all Trading Receivables and all rights and claims against third parties and against any security in respect of those Trading Receivables;
  - (vi) all Other Debts and all rights and claims against third parties against any security in respect of those Other Debts;
  - (vii) all monies standing to the credit of the Accounts and all of its rights, title and interest in relation to those accounts;
  - (viii) the benefit of all licences, consents and agreements held by it in connection with the use of any of its assets;
  - (ix) its goodwill and uncalled capital; and
  - (x) if not effectively assigned by Clause 2.4 (Security Assignment), all its rights and interests in (and claims under) the Insurance Policies, the Assigned Agreements and the Intercompany Receivables.

## **2.4 Security Assignment**

Subject to Clause 1.6 (Excluded Assets), as further security for the payment of the Secured Obligations, each Additional Chargor assigns absolutely with full title guarantee to the Security Agent all its rights, title and interest in:

- (a) the Insurance Policies;
- (b) the Assigned Agreements; and
- (c) the Intercompany Receivables,

subject in each case to reassignment by the Security Agent to such Additional Chargor of all such rights, title and interest upon payment or discharge in full of such Additional Chargor's Secured Obligations.

## **2.5 Floating charge**

- (a) As further security for the payment of the Secured Obligations, subject to Clause 1.6 (Excluded Assets), each Additional Chargor charges with full title guarantee in favour of the Security Agent (for the benefit of itself and the other Secured Parties) by way of a floating charge all its present and future assets, undertakings and rights.
- (b) Without prejudice to Clause 1.6 (Excluded Assets), paragraph 14 of Schedule B1 to the Insolvency Act 1986 shall apply to the floating charge created pursuant to paragraph (a) above.

## **2.6 Implied Covenants for Title**

The Security created under this Debenture is made with full title guarantee in accordance with the Law of Property (Miscellaneous Provisions) Act 1994 (other than as permitted under the Debt Documents).

## **3. NEGATIVE PLEDGE**

Each Additional Chargor may not:

- (a) create or agree to create or permit to subsist any Security or Quasi-Security over all or any part of the Charged Property under this deed;
- (b) sell, transfer, lease out, lend or otherwise dispose of all or any part of Charged Property under this deed or the right to receive or to be paid the proceeds arising on the disposal of the same, or agree or attempt to do so; or
- (c) dispose of the equity of redemption in respect of all or any part of the Charged Property under this deed,

except, in each case, as permitted under the Debt Documents or with the prior consent of the Security Agent.

## **4. CONSTRUCTION OF DEBENTURE**

- (a) The Debenture shall remain in full force and effect as supplemented by this deed.
- (b) The Debenture and this deed shall be read together as one instrument on the basis that references in the Debenture to "this deed" or "this Debenture" and other similar expressions will be deemed to be references to the Debenture as supplemented by this deed.

## **5. DESIGNATION AS A FINANCE DOCUMENT**

This deed is designated as a Finance Document.

## **6. FAILURE TO EXECUTE**

Failure by one or more parties (**Non-Signatories**) to execute this Deed on the date hereof will not invalidate the provisions of this Deed as between the other Parties who do execute this Deed. Such Non-Signatories may execute this Deed on a subsequent date and will thereupon become bound by its provisions.

## **7. GOVERNING LAW**

- (a) This Deed and any non-contractual claims arising out of or in connection with it shall be governed by and construed in accordance with English law.

- (b) Clause 47.1 (Jurisdiction of English courts) of the Senior Facilities Agreement are incorporated into this Debenture *mutatis mutandis*.

**IN WITNESS WHEREOF** this deed has been duly executed on the date first above written.

**SCHEDULE 1**  
**ADDITIONAL CHARGORS**

| <b>Entity Name</b>   | <b>Company Number</b> |
|--|-----------------------|
| 1. The Ambassador Theatre Group (Venues) Limited           | 01444368              |
| 2. ATG London Limited                                      | 03902727              |
| 3. Savoy Theatre Limited                                   | 00053830              |
| 4. Duke of York's Theatre Limited(The)                     | 00592528              |
| 5. Milton Keynes Theatre Limited                           | 03490333              |
| 6. Glasgow Theatres Limited                                | 04423391              |
| 7. Theatre Royal Brighton Limited                          | 03735154              |
| 8. Richmond Theatre Limited                                | 03716049              |
| 9. Aylesbury Waterside Theatre Limited                     | 03944591              |
| 10. New Wimbledon Theatre Limited                          | 04787118              |
| 11. Stoke-on-Trent Theatres Limited                        | 03507468              |
| 12. Woking Turnstyle Limited                               | 02699637              |
| 13. The Ambassador Theatre Group Limited                   | 02671052              |
| 14. The Ticket Machine Group Limited                       | 02638971              |
| 15. ATG Productions Limited                                | 09327475              |
| 16. Sonia Friedman Productions Limited                     | 04302464              |
| 17. AKA Group Limited                                      | 05492853              |
| 18. AKA Promotions Limited                                 | 03380689              |
| 19. ATG Entertainment Limited                              | 09467208              |
| 20. Playhouse Theatre Limited                              | 04510126              |
| 21. Savoy Theatre Group Limited                            | 05527723              |
| 22. The Ambassador Entertainment Group Limited             | 07046007              |
| 23. The Ambassador Theatre Group Overseas Holdings Limited | 08458696              |
| 24. Savoy Theatre Holdings Limited                         | 03669280              |
| 25. SFP Shows Limited                                      | 09330152              |



|  |          |
|--|----------|
| 26. First Family Entertainment LLP                   | OC310596 |
| 27. Theatre Management Limited                       | 03120328 |
| 28. Digital Media Services (UK) Limited              | 04548761 |
| 29. Encore International Merchandise Limited         | 04935104 |
| 30. AKA NYC Limited                                  | 03749576 |
| 31. Theatre Management (Holdings) Limited            | 06182351 |
| 32. International Entertainment US Hedging Ltd       | 14802182 |
| 33. International Entertainment US Finance Ltd       | 14802530 |
| 34. International Entertainment European Hedging Ltd | 14802206 |
| 35. International Entertainment European Finance Ltd | 14801844 |
| 36. International Entertainment Investments Limited  | 08769925 |

**SCHEDULE 2****PROPERTIES****Registered Land**

| <b>Chargor</b>                                       | <b>Address or description</b>   | <b>Freehold or Leasehold</b> | <b>Title No.</b> |
|--|---|------------------------------|------------------|
| <b>The Ambassador Theatre Group (Venues) Limited</b> | The Hippodrome Theatre and 11 St Augustine's Parade and 10/10A St Augustine's Parade, Bristol BSJ 4UZ | Freehold                     | AV97074          |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | The Hippodrome Theatre and 11 St Augustine's Parade and 10/10A St Augustine's Parade, Bristol BSJ 4UZ | Freehold                     | AV55313          |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | The Hippodrome Theatre and 11 St Augustine's Parade and 10/10A St Augustine's Parade, Bristol BSJ 4UZ | Leasehold                    | BL134672         |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | Liverpool Empire Theatre, Lime Street, Liverpool L1 1JE   | Leasehold                    | MS489346         |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | Liverpool Empire Theatre, Lime Street, Liverpool L1 1JE   | Occupational leasehold       | MS612582         |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | Opera House, Quay Street, Manchester M3 3HP   | Freehold                     | LA251686         |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | Opera House, Quay Street, Manchester M3 3HP   | Leasehold                    | MAN221176        |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | The Palace Theatre, Oxford Street, Manchester, M1 6FT   | Freehold                     | LA105579         |

|  |  |           |           |
|--|--|-----------|-----------|
| <b>The Ambassador Theatre Group (Venues) Limited</b> | The Palace Theatre, Oxford Street, Manchester, M1 6FT  | Leasehold | MAN221178 |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | Apollo Victoria Theatre, 17 Wilton Road, London SW1V 1LG   | Freehold  | 321597    |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | Apollo Victoria Theatre, 17 Wilton Road, London SW1V 1LG   | Leasehold | NGL940261 |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | The Lyceum Theatre, 21 Wellington Street, London WC2E 7RQ  | Leasehold | NGL728709 |
| <b>The Ambassador Theatre Group (Venues) Limited</b> | The Lyceum Theatre, 21 Wellington Street, London WC2E 7RQ  | Leasehold | NGL940257 |
| <b>Duke of York's Theatre Limited(The)</b>           | Duke of York's Theatre, St Martin's Lane, London WC2N 4BG  | Freehold  | LN98005   |
| <b>Duke of York's Theatre Limited(The)</b>           | Duke of York's Theatre, St Martin's Lane, London WC2N 4BG  | Leasehold | NGL940258 |
| <b>ATG London Limited</b>                            | The Fortune Theatre, Russell Street, London WC2B 5HH   | Freehold  | 432676    |
| <b>ATG London Limited</b>                            | The Fortune Theatre, Russell Street, London WC2B 5HH   | Leasehold | NGL940254 |
| <b>ATG London Limited</b>                            | The Harold Pinter Theatre (formerly known as The Comedy Theatre), 6 Panton Street, London SW1Y 4DN | Freehold  | NGL785999 |
| <b>ATG London Limited</b>                            | The Harold Pinter Theatre (formerly known as The Comedy Theatre), 6 Panton Street, London SW1Y 4DN | Leasehold | NGL940247 |

|                              |  |           |           |
|------------------------------|--|-----------|-----------|
| <b>ATG London Limited</b>    | The Dressing Rooms, 9 Orange Street, London  | Leasehold | NGL839345 |
| <b>ATG London Limited</b>    | The Dressing Rooms, 9 Orange Street, London  | Leasehold | NGL940248 |
| <b>ATG London Limited</b>    | Phoenix Theatre, Charing Cross Road, London WC2H 0JP   | Freehold  | NGL785998 |
| <b>ATG London Limited</b>    | Phoenix Theatre, Charing Cross Road, London WC2H 0JP   | Leasehold | NGL940250 |
| <b>ATG London Limited</b>    | Box Office, Phoenix Theatre, Charing Cross Road, London WC2H 0JP   | Leasehold | NGL785996 |
| <b>ATG London Limited</b>    | Box Office, Phoenix Theatre, Charing Cross Road, London WC2H 0JP   | Leasehold | NGL940252 |
| <b>ATG London Limited</b>    | Basement and Backstage, Phoenix Theatre, Charing Cross Road, London WC2H 0JP                             | Leasehold | NGL712144 |
| <b>ATG London Limited</b>    | Basement and Backstage, Phoenix Theatre, Charing Cross Road, London WC2H 0JP                             | Leasehold | NGL940253 |
| <b>ATG London Limited</b>    | The Piccadilly Theatre, Sherwood Street, London W1D 7DY  | Freehold  | LN30890   |
| <b>ATG London Limited</b>    | The Piccadilly Theatre, Sherwood Street, London W1D 7DY  | Leasehold | NGL940249 |
| <b>Savoy Theatre Limited</b> | Savoy Theatre, Carting Lane and Basement Levels 2,3,4 and 6 (ground level), Savoy Court, London WC2R 0ET | Freehold  | NGL770407 |
| <b>Savoy Theatre Limited</b> | Savoy Theatre, Carting Lane and Basement Levels 2,3,4 and 6 (ground level), Savoy Court, London WC2R 0ET | Leasehold | NGL940259 |

|  |  |           |           |
|--|--|-----------|-----------|
| <b>Savoy Theatre Limited</b>               | Savoy Theatre, Carting Lane and Basement Levels 2,3,4 and 6 (ground level), Savoy Court, London WC2R 0ET | Leasehold | NGL850767 |
| <b>Savoy Theatre Limited</b>               | Savoy Theatre, Carting Lane and Basement Levels 2,3,4 and 6 (ground level), Savoy Court, London WC2R 0ET | Leasehold | NGL940260 |
| <b>Playhouse Theatre Limited</b>           | The Playhouse Theatre, Northumberland Avenue, Charing Cross, London WC2N 3DE                             | Leasehold | NGL552267 |
| <b>Playhouse Theatre Limited</b>           | The Playhouse Theatre, Northumberland Avenue, Charing Cross, London WC2N 3DE                             | Leasehold | NGL943025 |
| <b>Playhouse Theatre Limited</b>           | Stage Door, The Playhouse Theatre, Northumberland Avenue, Charing Cross, London WC2N 3DE                 | Leasehold | NGL548572 |
| <b>Playhouse Theatre Limited</b>           | Stage Door, The Playhouse Theatre, Northumberland Avenue, Charing Cross, London WC2N 3DE                 | Leasehold | NGL943026 |
| <b>Milton Keynes Theatre Limited</b>       | Milton Keynes Theatre, Midsummer Boulevard, Central Milton Keynes MK9 3QA                                | Leasehold | BM386416  |
| <b>Woking Turnstyle Limited</b>            | The Arts and Entertainment Area, The Peacocks, Woking, Surrey GU21 6GQ                                   | Leasehold | SY671546  |
| <b>Theatre Management Limited</b>          | Ambassadors Theatre, West Street, London (WC2H 9ND)  | Freehold  | NGL789624 |
| <b>Digital Media Services (UK) Limited</b> | Ground and Lower Ground Floor, Shand House, 14-20 Shand Street, London SE1 2ES                           | Leasehold | TGL533381 |

|   |  |           |  |
|---|--|-----------|--|
| <b>Digital Media Services (UK) Limited</b>  | First Floor Shand House, 14-20 Shand Street, London SE1 2ES  | Leasehold | TGL533384  |
| <b>The Ambassador Theatre Group Limited</b> | Ground Floor and Basement Units and rear ground floor service area at 104-110 Charing Cross Road, London | Leasehold | Lease dated 9 March 2023 between (1) 104/110 Charing Cross Road (Holdings) Limited (2) The Ambassador Theatre Group Limited and (3) International Entertainment Finance Limited to be registered at Land Registry under pending title number BB25520, to be granted out of pending title number BB25506 which has parent title number NGL783489. |

#### Unregistered Land

| <b>Chargor</b> | <b>County and District (or London Borough)</b> | <b>Address or description</b> | <b>Freehold or Leasehold</b> |
|----------------|--|-------------------------------|------------------------------|
|                |  | None                          |                              |

**SCHEDULE 3****SHARES AND INVESTMENTS****Shares**

|     | <b>Name of Chargor which holds the shares</b> |  | <b>Name of company issuing shares</b>                  | <b>Number and class of shares</b>    |
|-----|---|--|--|--------------------------------------|
| 1.  | ATG London Limited                            |  | Savoy Theatre Group Limited                            | 100 ordinary £1 shares               |
| 2.  | ATG London Limited                            |  | Playhouse Theatre Limited                              | 156 ordinary £1 shares               |
| 3.  | The Ambassador Theatre Group Limited          |  | Stoke-on-Trent Theatres Limited                        | 3 ordinary £1 shares                 |
| 4.  | The Ambassador Theatre Group Limited          |  | Duke of York's Theatre Limited(The)                    | 11,110 ordinary £1 shares            |
| 5.  | The Ambassador Theatre Group Limited          |  | Glasgow Theatres Limited                               | 1 ordinary £1 share                  |
| 6.  | The Ambassador Theatre Group Limited          |  | Milton Keynes Theatre Limited                          | 1 ordinary £1 share                  |
| 7.  | The Ambassador Theatre Group Limited          |  | ATG London Limited                                     | 1 ordinary £1 share                  |
| 8.  | The Ambassador Theatre Group Limited          |  | ATG Productions Limited                                | 1 ordinary £1 share                  |
| 9.  | The Ambassador Theatre Group Limited          |  | Sonia Friedman Productions Limited                     | 1 ordinary £1 share                  |
| 10. | The Ambassador Theatre Group Limited          |  | The Ambassador Theatre Group (Venues) Limited          | 200 ordinary £1 shares               |
| 11. | The Ambassador Theatre Group Limited          |  | Theatre Management (Holdings) Limited                  | 1,000 ordinary shares of £0.001 each |
| 12. | The Ambassador Theatre Group Limited          |  | The Ambassador Theatre Group Overseas Holdings Limited | 6 ordinary £1 shares                 |

|     |                                    |             |  |  |
|-----|------------------------------------|-------------|--|--|
| 13. | The Ambassador Group Limited       | Theatre     | Richmond Theatre Limited                 | 3 ordinary £1 shares   |
| 14. | The Ambassador Group Limited       | Theatre     | Aylesbury Waterside Theatre Limited      | 2 ordinary £1 shares   |
| 15. | The Ambassador Group Limited       | Theatre     | The Ticket Machine Group Limited         | 30,000 shares of £1 each<br>(1,500 A Ordinary shares<br>3,000 B Ordinary shares<br>25,500 Founders shares) |
| 16. | The Ambassador Group Limited       | Theatre     | Theatre Royal Brighton Limited           | 4 ordinary £1 shares   |
| 17. | The Ambassador Group Limited       | Theatre     | Woking Turnstyle Limited                 | 2 ordinary £1 shares   |
| 18. | The Ambassador Group Limited       | Theatre     | ATG Entertainment Limited                | 102 ordinary shares of £1.00 each  |
| 19. | The Ambassador Group Limited       | Theatre     | New Wimbledon Theatre Limited            | 3 ordinary shares of £1  |
| 20. | Sonia Friedman Productions Limited | Productions | SFP Shows Limited                        | 1 ordinary £1 share  |
| 21. | AKA Group Limited                  |             | AKA Promotions Limited                   | 7,600 ordinary £1 shares   |
| 22. | AKA Group Limited                  |             | Digital Media Services (UK) Limited      | 2 ordinary £1 shares   |
| 23. | AKA Group Limited                  |             | Encore International Merchandise Limited | 10 ordinary £1 shares  |
| 24. | AKA Group Limited                  |             | AKA NYC Limited                          | 250 ordinary £1 shares   |
| 25. | Savoy Theatre Group Limited        |             | Savoy Theatre Limited                    | 7,500 ordinary shares of £5.50 each  |



|     |  |  |  |
|-----|--|--|--|
| 26. | Savoy Theatre Group Limited                      | Savoy Theatre Holdings Limited                   | 10 Ordinary A shares of £0.10 each   |
| 27. | The Ambassador Entertainment Group Limited       | The Ambassador Theatre Group Limited             | 9,983,323 ordinary £1 shares   |
| 28. | Theatre Management (Holdings) Limited            | Theatre Management Limited                       | 2 ordinary £1 shares   |
| 29. | International Entertainment US Hedging Ltd       | AKA Group Limited                                | 8,827 ordinary shares of £1.00 each  |
| 30. | International Entertainment US Hedging Ltd       | The Ambassador Entertainment Group Limited       | 10547 D ordinary shares of £0.10 each<br><br>320941 A ordinary shares of £0.10 each<br><br>91648 B ordinary shares of £0.10 each<br><br>104209 C ordinary shares of £0.10 each<br><br>563832181 E ordinary shares of £0.10 each<br><br>100 ordinary shares of £1.00 each |
| 31. | International Entertainment US Finance Ltd       | International Entertainment US Hedging Ltd       | 200 Ordinary shares of £1<br><br>1 Ordinary share of \$1   |
| 32. | International Entertainment European Hedging Ltd | International Entertainment US Finance Ltd       | 200 Ordinary shares of £1<br><br>1 Ordinary share of \$1   |
| 33. | International Entertainment European Finance Ltd | International Entertainment European Hedging Ltd | 200 Ordinary shares of £1<br><br>1 Ordinary share of €1  |

|     |   |  |                           |
|-----|---|--|---------------------------|
| 34. | International Entertainment Investments Limited | International Entertainment European Finance Ltd | 200 Ordinary shares of £1 |
|     |   |  | 1 Ordinary share of €1    |

**Investments**

| <b>Name of Chargor which holds the investments</b> | <b>Name of issuer</b> | <b>Number and description of investments</b> |
|--|-----------------------|--|
|  | None                  |  |

**SCHEDULE 4**

**INTELLECTUAL PROPERTY**

**PATENT AND PATENT APPLICATIONS**

| <b>Name of<br/>Chargor</b> | <b>Territory</b> | <b>Description</b> | <b>Patent<br/>No./Application<br/>No.</b> | <b>Date of<br/>Registration/Application</b> |
|----------------------------|------------------|--------------------|---|---|
|                            |                  | None               |   |   |

## TRADE MARKS AND TRADE MARK APPLICATIONS

| Name of Chorgor                      | Country | Trade Mark                             | Status      | Class | Application date | Application Number | Registration Date | Registration number | Renewal Date |
|--------------------------------------|---------|--|-------------|-------|------------------|--------------------|-------------------|---------------------|--------------|
| The Ambassador Theatre Group Limited | UK      | delivered at seat (logo) (Series of 3) | Registered  | 43    | 17/10/2022       | UK00003839 919     | 06/01/2023        | UK00003839 919      | 17/10/2032   |
| The Ambassador Theatre Group Limited | US      | delivered at seat logo (B&W)           | Application | 43    | 17/04/2023       | 97891287           | TBC               | TBC                 | TBC          |
| The Ambassador Theatre Group Limited | EU      | delivered at seat logo (B&W)           | Published   | 43    | 17/04/2023       | 018863039          | TBC               | TBC                 | TBC          |
| The Ambassador Theatre Group Limited | UK      | Pizza al Teatro (logo)                 | Registered  | 43    | 26/07/2022       | UK00003813 603     | 21/10/2022        | UK00003813 603      | 26/07/2032   |
| The Ambassador Theatre Group Limited | UK      | Ambassadors Theatre (word)             | Registered  | 41    | 04/03/2019       | UK00003380 329     | 21/06/2019        | UK00003380 329      | 04/03/2029   |

|                                      |    |                                |            |    |            |                |            |                |            |
|--------------------------------------|----|--------------------------------|------------|----|------------|----------------|------------|----------------|------------|
| The Ambassador Theatre Group Limited | UK | APOLLO VICTORIA THEATRE (word) | Registered | 41 | 04/03/2019 | UK00003380 319 | 21/06/2019 | UK00003380 319 | 04/03/2029 |
| The Ambassador Theatre Group Limited | UK | DUKE OF YORK'S THEATRE (word)  | Registered | 41 | 04/03/2019 | UK00003380 308 | 17/05/2019 | UK00003380 308 | 04/03/2029 |
| The Ambassador Theatre Group Limited | UK | FORTUNE THEATRE (word)         | Registered | 41 | 04/03/2019 | UK00003380 321 | 24/05/2019 | UK00003380 321 | 04/03/2029 |
| The Ambassador Theatre Group Limited | UK | LYCEUM THEATRE (word)          | Registered | 41 | 04/03/2019 | UK00003380 311 | 17/05/2019 | UK00003380 311 | 04/03/2029 |
| The Ambassador Theatre Group Limited | UK | PHOENIX THEATRE (word)         | Registered | 41 | 04/03/2019 | UK00003380 331 | 21/06/2019 | UK00003380 331 | 04/03/2029 |
| The Ambassador Theatre Group Limited | UK | PICCADILLY THEATRE (word)      | Registered | 41 | 04/03/2019 | UK00003380 326 | 24/03/2019 | UK00003380 326 | 04/03/2029 |

|                                      |    |                                  |            |    |            |               |            |               |            |
|--------------------------------------|----|----------------------------------|------------|----|------------|---------------|------------|---------------|------------|
| The Ambassador Theatre Group Limited | UK | PLAYHOUSE THEATRE (word)         | Registered | 41 | 04/03/2019 | UK00003380324 | 07/06/2019 | UK00003380324 | 04/03/2029 |
| The Ambassador Theatre Group Limited | UK | SAVOY THEATRE (word)             | Registered | 41 | 04/03/2019 | UK00003380328 | 21/06/2019 | UK00003380328 | 04/03/2029 |
| The Ambassador Theatre Group Limited | UK | HAROLD PINTER THEATRE (word)     | Registered | 41 | 06/03/2019 | UK00003381033 | 27/09/2019 | UK00003381033 | 06/03/2029 |
| The Ambassador Theatre Group Limited | UK | ORDERTORIUM (word)               | Registered | 43 | 06/08/2014 | UK00003067340 | 14/11/2014 | UK00003067340 | 06/08/2024 |
| The Ambassador Theatre Group Limited | UK | NOVA CINEMA (word)               | Registered | 41 | 26/03/2021 | UK00003617055 | 13/08/2021 | UK00003617055 | 26/03/2031 |
| The Ambassador Theatre Group Limited | UK | NOVA CINEMA (logo) (Series of 3) | Registered | 41 | 26/03/2021 | UK00003617097 | 13/08/2021 | UK00003617097 | 26/03/2031 |

|                                   |    |                |            |            |            |                |            |                |            |
|-----------------------------------|----|----------------|------------|------------|------------|----------------|------------|----------------|------------|
| AKA Promotions Limited            | UK | AKA (word)     | Registered | 35, 41, 42 | 29/05/2014 | UK00003057 651 | 10/10/2014 | UK00003057 651 | 29/05/2024 |
| AKA Promotions Limited            | UK | DMS (word)     | Registered | 35, 41, 42 | 29/05/2014 | UK00003057 655 | 22/04/2016 | UK00003057 655 | 29/05/2024 |
| Digital Media Services UK Limited | UK | PANTHER ONLINE | Registered | 9, 38, 42  | 07/07/2017 | UK00916967 168 | 08/11/2017 | UK00916967 168 | 07/07/2027 |
| Digital Media Services UK Limited | UK | HAWK ONLINE    | Registered | 9, 38, 42  | 18/07/2017 | UK00916995 847 | 13/11/2017 | UK00916995 847 | 18/07/2027 |

**REGISTERED DESIGNS AND APPLICATIONS FOR REGISTERED DESIGNS**

| <b>Name of<br/>Chargor</b> | <b>Territory</b> | <b>Design</b> | <b>Patent<br/>No./Application<br/>No.</b> | <b>Date of<br/>Registration/Application</b> |
|----------------------------|------------------|---------------|---|---|
|----------------------------|------------------|---------------|---|---|

None

**COPYRIGHT WORKS AND UNREGISTERED DESIGNS**

| <b>Name of Chargor</b>  | <b>Description</b>                    |
|-------------------------|---------------------------------------|
| ATG Productions Limited | Copyright – certain pantomime scripts |

**OTHER INTELLECTUAL PROPERTY OF THE CHARGOR**

None

**INTELLECTUAL PROPERTY LICENCES**

| <b>Name of Chargor</b> | <b>Description of<br/>Intellectual<br/>Property Licences</b> | <b>Licensor</b> | <b>Date of Licence</b> | <b>Duration of<br/>Licence</b> |
|------------------------|--|-----------------|------------------------|--------------------------------|
|------------------------|--|-----------------|------------------------|--------------------------------|

None



**SCHEDULE 5**  
**BANK ACCOUNTS**

| <b>Name of Chargor</b> | <b>Name and address of<br/>institution at which<br/>account is held</b> | <b>Account Number</b> | <b>Sort Code</b> |
|------------------------|---|-----------------------|------------------|
|                        |   | None                  |                  |

**SCHEDULE 6****INSURANCE POLICIES**

| <b>Name of Chargor(s)</b>  | <b>Insurer</b>   | <b>Policy Number</b>  | <b>Type of Risk Insured</b>                              |
|--|--|---|--|
| The Ambassador Theatre Group (Venues) Limited, ATG London Limited, Savoy Theatre Limited, Duke of York's Theatre Limited(The), Milton Keynes Theatre Limited, Glasgow Theatres Limited, Theatre Royal Brighton Limited, Richmond Theatre Limited, Aylesbury Waterside Theatre Limited, New Wimbledon Theatre Limited, Stoke-on-Trent Theatres Limited, Woking Turnstyle Limited, The Ambassador Theatre Group Limited, The Ticket Machine Group Limited, ATG Productions Limited, Sonia Friedman Productions Limited, AKA Group Limited, AKA Promotions Limited, ATG Entertainment Limited, Playhouse Theatre Limited, Savoy Theatre Group Limited, The Ambassador Entertainment Group Limited, The Ambassador Theatre Group Overseas Holdings Limited, Savoy Theatre Holdings Limited, SFP Shows Limited, First Family Entertainment LLP, Theatre Management Limited, Digital Media Services (UK) Limited, Encore International Merchandise Limited, AKA NYC Limited, Theatre Management (Holdings) Limited, International Entertainment US Hedging Ltd, International Entertainment US Finance Ltd, International Entertainment European Hedging Ltd, International Entertainment European Finance Ltd and International Entertainment Investments | Ecclesiastical Insurance office plc  | 02/IHG/0375822  | Property Damage & Business Interruption                  |
|  | Lloyd's Underwriters   | Brit/QUW 1856/Westfield Speciality Managing Agency/Mosaic/Inigo B0180P2312399 | Terrorism & Sabotage                                     |
|  | Lloyd's Underwriters – Hiscox  | B0180PF2312380  | Terrorism – Nuclear, Chemical, Biological & Radiological |
|  | Aspen Insurance  | I0ADWUM22A0E & I0ADWUM22B0E   | Combined Liability                                       |
|  | QBE Europe   | Y149256QBE0123A   | Excess Employers Liability                               |
|  | Allianz Insurance  | 27/SZ/29293956/04   | Excess Public Liability 1st Layer                        |
|  | AIG UK Limited, Zurich Insurance plc, HDI Global SE Liberty Mutual Insurance Europe SE | PN2307870   | Excess Public Liability 2nd Layer                        |
|  | Chubb European Group SE  | UKBBBO59200   | Group Personal Accident & Travel                         |
|  | Allianz Engineering  | 61/NZ/23825522/4  | Engineering Inspection & Insurance                       |
|  | Allianz Engineering  | 27/CS/29298004/04   | Engineering Hired in Plant                               |
|  | Markel International Insurance Company Limited   | P40646  | Professional Indemnity (Creative Learning)               |

|   |                                      |                       |  |
|---|--------------------------------------|-----------------------|--|
| <b>Limited, and Digital Media Services (UK) Limited</b>                               | <b>Lloyd's Underwriter – Beazley</b> | <b>B0180FN2313632</b> | <b>Cyber</b>   |
|   | <b>Sompo</b>                         | <b>FN2314302</b>      | <b>Directors &amp; Officers Excess Layer</b>           |
|   | <b>Aviva Insurance Ltd</b>           | <b>100742167CCI</b>   | <b>Construction All Risks (Incl Terrorism Pool Re)</b> |
|   | <b>Chubb European Group SE</b>       | <b>FN2314280</b>      | <b>Directors &amp; Officers Liability</b>              |
| <b>Digital Media Services (UK) Limited, AKA Group Limited, AKA Promotions Limited</b> | <b>Tokie Marine HCC</b>              | <b>PI22E750432</b>    | <b>Professional Indemnity (DMS and AKA)</b>            |

**SCHEDULE 7**

**INTERCOMPANY RECEIVABLES**

**Any Intercompany Receivables owing to an Additional Chargor by any member of the Group from time to time.**

**SCHEDULE 8**

**PARTNERSHIP SHARES**

| <b>Name of Chargor</b>                   | <b>Name of partnership in which Partnership Shares are held</b> |
|--|---|
| The Ambassador Theatre Group<br>(Venues) | First Family Entertainment LLP                                  |
| The Ambassador Theatre Group Limited     | First Family Entertainment LLP                                  |

**SIGNATORIES**

**THE COMPANY**

**EXECUTED as a DEED by  
INTERNATIONAL ENTERTAINMENT JJCO 3 LIMITED acting by:**

|             |                                |
|-------------|--------------------------------|
| Director    | <div></div>                    |
| Name:       | <div>John Oldcorn</div>        |
| Witness:    | <div></div>                    |
| Name:       | <div>Tom Fisher</div>          |
| Address:    | <div></div>                    |
| Occupation: | <div>Executive Assistant</div> |

**THE ADDITIONAL CHARGORS**

**EXECUTED as a DEED by**

**THE AMBASSADOR THEATRE GROUP (VENUES) LIMITED**

acting by:

Director

[REDACTED]

Name:

John Oldcorn

Witness:

[REDACTED]

Name:

Tom Fisher

Address:

[REDACTED]

Occupation:

Executive Assistant

**EXECUTED as a DEED by**  
**ATG LONDON LIMITED**  
**acting by:**

Director 

Name: John Oldcorn

Witness: 

Name: Tom Fisher

Address: 

Occupation: Executive Assistant



**EXECUTED as a DEED by**  
**SAVOY THEATRE LIMITED**  
**acting by:**

|             |                                |
|-------------|--------------------------------|
| Director    | <div></div>                    |
| Name:       | <div>John Oldcorn</div>        |
| Witness:    | <div></div>                    |
| Name:       | <div>Tom Fisher</div>          |
| Address:    | <div></div>                    |
| Occupation: | <div>Executive Assistant</div> |

**EXECUTED as a DEED by**  
**DUKE OF YORK'S THEATRE LIMITED(THE)**  
**acting by:**

|             |                                |
|-------------|--------------------------------|
| Director    | <div></div>                    |
| Name:       | <div>John Oldcorn</div>        |
| Witness:    | <div></div>                    |
| Name:       | <div>Tom Fisher</div>          |
| Address:    | <div></div>                    |
| Occupation: | <div>Executive Assistant</div> |

**EXECUTED as a DEED by**

**MILTON KEYNES THEATRE LIMITED**

acting by:

Director



Name:

John Oldcorn

Witness:



Name:

Tom Fisher

Address:



Occupation:

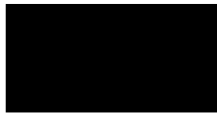
Executive Assistant

**EXECUTED as a DEED by**

**GLASGOW THEATRES LIMITED**

acting by:

Director



Name:

John Oldcorn

Witness:



Name:

Tom Fisher

Address:



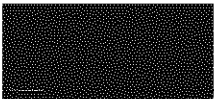
Occupation:

Executive Assistant

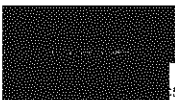
**EXECUTED as a DEED by**  
**THEATRE ROYAL BRIGHTON LIMITED**  
**acting by:**

|             |                                |
|-------------|--------------------------------|
| Director    | <div></div>                    |
| Name:       | <div>John Oldcorn</div>        |
| Witness:    | <div></div>                    |
| Name:       | <div>Tom Fisher</div>          |
| Address:    | <div></div>                    |
| Occupation: | <div>Executive Assistant</div> |

**EXECUTED as a DEED by**  
**RICHMOND THEATRE LIMITED**  
acting by:

Director 

Name: John Oldcorn

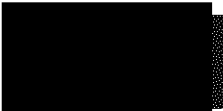
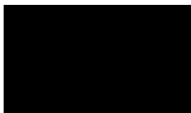

Witness: 

Name: sTom Fisher

Address: 6 Bovill Road, London, SE23 1HA

Occupation: Executive Assistant

**EXECUTED as a DEED by**  
**AYLESBURY WATERSIDE THEATRE LIMITED**  
acting by:

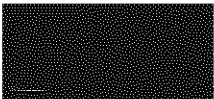
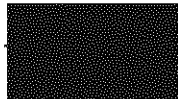
Director   
Name: John Oldcorn  
Witness:   
Name: Tom Fisher  
Address:   
Occupation: Executive Assistant

**EXECUTED as a DEED by**  
**NEW WIMBLEDON THEATRE LIMITED**  
**acting by:**

|             |                                 |
|-------------|---------------------------------|
| Director    | <div></div>                     |
| Name:       | John Oldcorn                    |
| Witness:    | <div></div>                     |
| Name:       | Tom Fisher                      |
| Address:    | 6 Bovill Road, London, SE23 1HA |
| Occupation: | Executive Assistant             |



**EXECUTED as a DEED by**  
**STOKE-ON-TRENT THEATRES LIMITED**  
**acting by:**

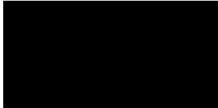
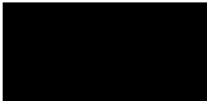

|             |   |
|-------------|---|
| Director    |  |
| Name:       | <u>John Oldcorn</u>   |
| Witness:    |  |
| Name:       | <u>Tom Fisher</u>   |
| Address:    | <u>6 Bovill Road, London, SE23 1HA</u>  |
| Occupation: | <u>Executive Assistant</u>  |

**EXECUTED as a DEED by**  
**WOKING TURNSTYLE LIMITED**

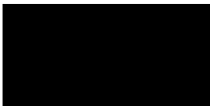
acting by:

|             |                     |
|-------------|---------------------|
| Director    | <div></div>         |
| Name:       | John Oldcorn        |
| Witness:    | <div></div>         |
| Name:       | Tom Fisher          |
| Address:    | <div></div>         |
| Occupation: | Executive Assistant |

**EXECUTED as a DEED by**  
**THE AMBASSADOR THEATRE GROUP LIMITED**  
acting by:

Director   
Name: John Oldcorn  
Witness:   
Name: Tom Fisher  
Address:   
Occupation: Executive Assistant

**EXECUTED as a DEED by**  
**THE TICKET MACHINE GROUP LIMITED**  
acting by:

Director 

Name: John Oldcorn

Witness:   
Name: Tom Fisher


Address: 

Occupation: Executive Assistant

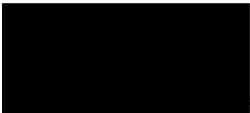


**EXECUTED as a DEED by**  
**ATG PRODUCTIONS LIMITED**  
**acting by:**

Director   
Name: John Oldcorn

Witness:   
Name: Tom Fisher

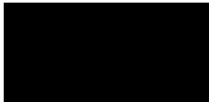


Address:   
Occupation: Executive Assistant



**EXECUTED as a DEED by**  
**SONIA FRIEDMAN PRODUCTIONS LIMITED**  
**acting by:**

Director   
Name: Sonia Friedman  
Witness:   
Name: Caoimhin Callan  
Address:   
Occupation: Executive Assistant

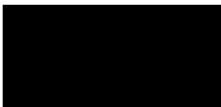


  
Sonia Friedman  
  
Caoimhin Callan  
  
Executive Assistant

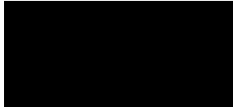


**EXECUTED as a DEED by**  
**AKA GROUP LIMITED**  
**acting by:**

Director   
Name: Nicholas Hurrell  
Witness:   
Name: Duncan Shepherd  
Address:   
Occupation: Managing Director AKA Group

  
Nicholas Hurrell  
  
Duncan Shepherd  
  
Managing Director AKA Group

**EXECUTED as a DEED by**  
**AKA PROMOTIONS LIMITED**  
**acting by:**

Director   
Name: Nicholas Hurrell  
Witness:   
Name: Duncan Shepherd  
Address:   
Occupation: Managing Director AKA Group

  
Nicholas Hurrell  
  
Duncan Shepherd  
  
Managing Director AKA Group



**EXECUTED as a DEED by**

**ATG ENTERTAINMENT LIMITED**

acting by:

Director

[REDACTED]

Name:

John Oldcorn

Witness:

[REDACTED]

Name:

Tom Fisher

Address:

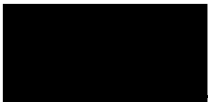
[REDACTED]

Occupation:

Executive Assistant

**EXECUTED as a DEED by**  
**PLAYHOUSE THEATRE LIMITED**

acting by:

Director 

Name: John Oldcorn

Witness:  Tom Fisher

Address: 

Occupation: Executive Assistant

**EXECUTED as a DEED by**

**SAVOY THEATRE GROUP LIMITED**

acting by:

Director

[Redacted Signature]

Name:

John Oldcorn

Witness:

[Redacted Signature]

Name:

Tom Fisher

Address:

[Redacted Address]

Occupation:

Executive Assistant

**EXECUTED as a DEED by**  
**THE AMBASSADOR ENTERTAINMENT GROUP LIMITED**  
acting by:

|             |                                |
|-------------|--------------------------------|
| Director    | <div></div>                    |
| Name:       | <div>John Oldcorn</div>        |
| Witness:    | <div></div>                    |
| Name:       | <div>Tom Fisher</div>          |
| Address:    | <div></div>                    |
| Occupation: | <div>Executive Assistant</div> |

**EXECUTED as a DEED by**  
**THE AMBASSADOR THEATRE GROUP OVERSEAS HOLDINGS LIMITED**  
acting by:

Director  \_\_\_\_\_

Name: John Oldcorn

Witness:  \_\_\_\_\_

Name: Tom Fisher

Address:  \_\_\_\_\_

Occupation: Executive Assistant

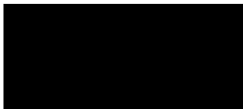
**EXECUTED as a DEED by**  
**SAVOY THEATRE HOLDINGS LIMITED**  
acting by:

|             |                                |
|-------------|--------------------------------|
| Director    | <div></div>                    |
| Name:       | <div>John Oldcorn</div>        |
| Witness:    | <div></div>                    |
| Name:       | <div>Tom Fisher</div>          |
| Address:    | <div></div>                    |
| Occupation: | <div>Executive Assistant</div> |

**EXECUTED as a DEED by**

**SFP SHOWS LIMITED**

**acting by:**

Director 

Name: Sonia Friedman

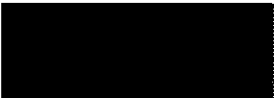
Witness:   
Name: Caoimhin Callan

Address: 

Occupation: Executive Assistant



Sonia Friedman



Caoimhin Callan



Executive Assistant

**EXECUTED as a DEED by FIRST FAMILY ENTERTAINMENT LLP** )  
acting by )



for and on behalf of The Ambassador Entertainment Group (Venues) Limited )  
as Member of **FIRST FAMILY ENTERTAINMENT LLP** )  
in the presence of: )

Witness's Signature



Name: Tom Fisher  
.....




Address:   
.....  
.....

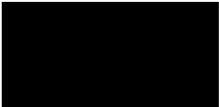
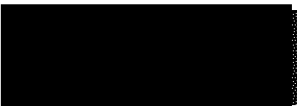


**EXECUTED as a DEED by**  
**THEATRE MANAGEMENT LIMITED**  
**acting by:**

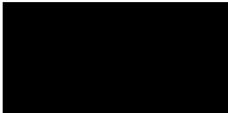


|             |                     |
|-------------|---------------------|
| Director    | <div></div>         |
| Name:       | John Oldcorn        |
| Witness:    | <div></div>         |
| Name:       | Tom Fisher          |
| Address:    | <div></div>         |
| Occupation: | Executive Assistant |


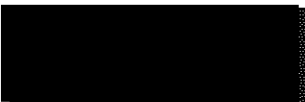

**EXECUTED as a DEED by**  
**DIGITAL MEDIA SERVICES (UK) LIMITED**  
**acting by:**

Director   
Name: Nicholas Hurrell  
Witness:   
Name: Duncan Shepherd  
Address:   
Occupation: Managing Director AKA Group

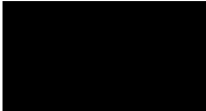


  
Nicholas Hurrell  
  
Duncan Shepherd  
  
Managing Director AKA Group


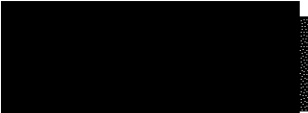

**EXECUTED as a DEED by**  
**ENCORE INTERNATIONAL MERCHANDISE LIMITED**  
**acting by:**

Director   
Name: Nicholas Hurrell  
Witness:   
Name: Duncan Shepherd  
Address:   
Occupation: Managing Director AKA Group

  
Nicholas Hurrell  
  
Duncan Shepherd  
  
Managing Director AKA Group

**EXECUTED as a DEED by**  
**AKA NYC LIMITED**  
**acting by:**

Director   
Name: Nicholas Hurrell  
Witness:   
Name: Duncan Shepherd  
Address:   
Occupation: Managing Director AKA Group

  
Nicholas Hurrell  
  
Duncan Shepherd  
  
Managing Director AKA Group

**EXECUTED as a DEED by**  
**THEATRE MANAGEMENT (HOLDINGS) LIMITED**

acting by:

|             |                                |
|-------------|--------------------------------|
| Director    | <div></div>                    |
| Name:       | <div>John Oldcorn</div>        |
| Witness:    | <div></div>                    |
| Name:       | <div>Tom Fisher</div>          |
| Address:    | <div></div>                    |
| Occupation: | <div>Executive Assistant</div> |

**EXECUTED as a DEED by**  
**INTERNATIONAL ENTERTAINMENT US HEDGING LTD**  
**acting by:**

Director 

Name: John Oldcorn

Witness: 

Name: Tom Fisher

Address: 

Occupation: Executive Assistant

**EXECUTED as a DEED by**

**INTERNATIONAL ENTERTAINMENT US FINANCE LTD**

acting by:

Director

[Redacted Signature]

Name:

John Oldcorn

Witness:

[Redacted Signature]

Name:

Tom Fisher

Address:

[Redacted Address]

Occupation:

Executive Assistant

**EXECUTED as a DEED by**

**INTERNATIONAL ENTERTAINMENT EUROPEAN HEDGING LTD**

acting by:

Director

[Redacted Signature]

Name:

John Oldcorn

Witness:

[Redacted Signature]

Name:

Tom Fisher

Address:

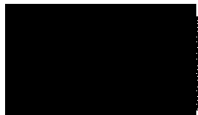
[Redacted Address]

Occupation:


Executive Assistant



**EXECUTED as a DEED by**  
**INTERNATIONAL ENTERTAINMENT EUROPEAN FINANCE LTD**  
**acting by:**

Director   
Name: John Oldcorn

Witness:   
Name: Tom Fisher

Address:   
Occupation: Executive Assistant

**EXECUTED as a DEED by**

**INTERNATIONAL ENTERTAINMENT INVESTMENTS LIMITED**

acting by:

Director

[Redacted Signature]

Name:

John Oldcorn

Witness:

[Redacted Signature]

Name:

Pom Fisher

Address:

[Redacted Address]

Occupation:

Executive Assistant

**THE SECURITY AGENT**

**EXECUTED by**  
**GLAS TRUST CORPORATION LIMITED**  
acting by:

Authorised signatory \_\_\_\_\_

