

# M

CHWP000

Please do not  
write in  
this margin

COMPANIES FORM No. 403b

**Declaration that part of the  
property or undertaking charged  
(a) has been released from the  
charge; (b) no longer forms part of  
the company's property or undertaking**

# 403b

Pursuant to section 403(1) (b) of the Companies Act 1985

Please complete  
legibly, preferably  
in black type, or  
bold block letteringTo the Registrar of Companies  
(Address overleaf)

For official use

Company number

05296666

Name of company

\* ACP MEDIA (UK) INVESTMENTS LIMITED (the "Company")

\* insert full name  
of company† delete as  
appropriate# insert a description  
of the instrument(s)  
creating or  
evidencing the  
charge, eg  
'Mortgage',  
'Charge',  
'Debenture' etcø the date of  
registration may be  
confirmed from the  
certificate§ insert brief details  
of property or  
undertaking no  
longer subject to  
the chargeI, Jeffrey Brian Proctor  
of Unit 3, 30 Bellevue Road, Bellevue Hill NSW 2023[~~a director~~] [the secretary] [~~the administrator~~] [~~the administrative receiver~~] of the above company, do  
solemnly and sincerely declare that with respect to the charge described below the part of the property  
or undertaking described has been released from the charge ~~has ceased to form part of the~~  
~~company's property or undertaking~~Date and description of charge # Please refer to Continuation Sheet No 1Date of registration ø 20 February 2007Name and address of [chargee] ~~trustee for the debenture holders~~ Please refer to Continuation Sheet  
No 2Short particulars of property or undertaking released or no longer part of the company's property or  
undertaking § Please refer to Continuation Sheet No 3And I make this solemn declaration conscientiously believing the same to be true and by virtue of the  
provisions of the Statutory Declarations Act 1835.Declared at Sydney, Australia

Declarant to sign below

on 

Day	Month	Year
18	03	2008

before me [Signature]~~A Commissioner for Oaths or Notary Public or Justice of  
the Peace or a~~ Solicitor having the powers conferred on a  
Commissioner for OathsPresenter's name address and  
reference (if any)Louise Millard, Mallesons Stephen  
Jaques, 6th Floor, Alder Castle,  
10 Noble Street, London EC2V  
7JXFor official Use (02/06)  
Mortgage Section

Post room



LD4

\*LPNIXYBL\*

25/03/2008

241

COMPANIES HOUSE

## Notes

The address of the Registrar of Companies is -

The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF14 3UZ

DX 33050 Cardiff

**COMPANIES FORM No. 403b**

**Declaration that part of the property or undertaking (a) has been released from the charge; (b) no longer forms part of the company's property or undertaking**

**Continuation sheet No. 1 to Form No. 403b**

**Name of company**

**ACP MEDIA (UK) INVESTMENTS  
LIMITED**

**Company number**

**05296666**

**Date and description of charge**

An Intra Group Combination Security Deed (New South Wales and Victoria) between UBS Nominees Pty Limited as Chargee, ACP Magazines Limited, ACP Mastheads Pty Limited, ACP Masthead Nominees Pty Limited, Australian Consolidated Press Limited, ecorp Limited, General Television Corporation Proprietary Limited, Nine Films & Television Pty Limited, Nine Network Australia Pty Limited, Nine Network Productions Pty Limited, Pay TV Holdings Pty Limited, PBL Media Debenture Co Pty Ltd, PBL Media Finance Pty Limited, PBL Media Finance (1) Pty Limited, PBL Media Finance (3) Pty Limited, PBL Media Finance Holdings Pty Ltd, PBL Media Holdings Pty Limited, PBL Media Mastheads Pty Limited, PBL Media Pty Limited, Petelex Pty Limited, Queensland Television Limited, Shertip Pty Limited, TCN Channel Nine Pty Limited, Television Holdings Darwin Pty Limited, Territory Television Pty Limited, White Whale Pty Limited, ACP Media Limited, ACP Media (UK) Limited and the Company as Chargors dated 5 February 2007 (the "Security")

**COMPANIES FORM No. 403b**

**Declaration that part of the property or undertaking (a) has been released from the charge; (b) no longer forms part of the company's property or undertaking**

**Continuation sheet No. 2 to Form No. 403b**

**Name of company**

**ACP MEDIA (UK) INVESTMENTS  
LIMITED**

**Company number**

**05296666**

**Name and address of chargee**

**UBS Nominees Pty Limited, a company incorporated in the Commonwealth of Australia with Australian Business Number 32 001 450 552, of Level 16, Chifley Tower, 2 Chifley Square, Sydney, NSW 2000, Australia ("Security Trustee")**

**COMPANIES FORM No. 403b**

**Declaration that part of the property or undertaking (a) has been released from the charge; (b) no longer forms part of the company's property or undertaking**

**Continuation sheet No. 3 to Form No. 395**

**Name of company**

**ACP MEDIA (UK) INVESTMENTS  
LIMITED**

**Company number**

**05296666**

**Short particulars of property or undertaking released or no longer part of the company's property or undertaking**

The Security Trustee releases the Secured Property (as defined below) from the Security.

**Secured Property means**

- (a) all capital rights, profit share entitlements, all rights in respect of the Partnership Deed and the Partnership Business and any other rights of the Obligor in the Partnership from time to time; and
- (b) the loan made by the Obligor to the Partnership in the amount of GBP21,500,000 (as such amount may be repaid or varied from time to time).

**COMPANIES FORM No. 403b**

**Declaration that part of the property or undertaking (a) has been released from the charge; (b) no longer forms part of the company's property or undertaking**

**Continuation sheet No. 4 to Form No. 395**

**Name of company**

**ACP MEDIA (UK) INVESTMENTS  
LIMITED**

**Company number**

**05296666**

**Definitions**

In this Companies Form No. 403b:

**Partnership** is the partnership known as the ACP-Natmag Partnership constituted by a partnership deed dated 16 December 2004 between the Natmag Investments Limited, the Company, ACP Publishing Pty Limited and The National Magazine Company Limited (the "Partnership Deed")

**Partnership Business** means the business of production, publication, sale and distribution of the Publications and all activities related to the Publications including, without limitation, export activities, events, supplements, guides or other printed, electronic and event-related activities;

**Partnership Deed** means the deed described in the definition of Partnership

**Publications** means the magazines entitled "Best", "Real People" and "Reveal",

**Security** means the Intra Group Combination Security Deed (New South Wales and Victoria) as described in Continuation Sheet 1.

**Security Trustee** means UBS Nominees Pty Limited, a company incorporated in the Commonwealth of Australia with Australian Business Number 32 001 450 552, of Level 16, Chifley Tower, 2 Chifley Square, Sydney, NSW 2000, Australia.

**Senior Facilities Agreement** means the Senior Facilities Agreement for Project Y dated 5 February 2007 (as amended from time to time)

A reference to a person includes a reference to the person's executors, administrators, successors, substitutes (including persons taking by novation) and assigns.

Terms used and not otherwise defined in this Companies Form No. 403b (if any) have the same meaning given to them in the Senior Facilities Agreement.