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in black type or
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* Insert full name
of company

COMPANIES FORM No. 395

Particulars of a mortgage or charge

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

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)

For official use

Company number

5509856

Name of company

"WORLD MEDIA RIGHTS LIMITED (the "Company")

Date of creation of the charge

4 MAY 2007

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

Debenture between the Company and the Bank (the "Debenture")

Amount secured by the mortgage or charge

All the Company's liabilities to the Bank of any kind and in any currency (whether present or future actual or contingent and whether incurred alone or jointly with another) together with the Bank's charges and commission interest at the rate(s) charged to the Company by the Bank from time to time (the "Interest") and all expenses (on a full indemnity basis) incurred by the Bank or any receiver at any time in connection with the whole and any part of the undertaking property and assets of the Company charged by clause 1 of the Debenture (the "Property") or the Company's Obligations or in taking or perfecting the Debenture or in preserving defending or enforcing the security created by the Debenture or in exercising any power under the Debenture or otherwise with Interest from the date they are incurred (the "Expenses") (together, the "Company's Obligations")

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

Coutts & Co (the "Bank")
440 Strand
London

Postcode WC2R 0QS

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

Howard Kennedy
19 Cavendish Square
London W1A 2AW

~~DX 42748 Oxford Circus North~~

Time critical reference
AG2 020 7546 8898

For official use (02/2006)

Mortgage Section

Post room

SATURDAY



AHAY3PH8

A31

12/05/2007

554

COMPANIES HOUSE

COM395/1

Short particulars of all the property mortgaged or charged

- 1 By way of legal mortgage all the freehold and leasehold property now vested in or charged to the Company
- 2 By way of fixed charge
 - 2 1 all estates or interests in any freehold and leasehold property now and in the future vested in or charged to the Company except the property charged by clause 1 1 of the Debenture and referred to in paragraph 1 above,
 - 2 2 all fixtures and fittings from time to time attached to any freehold and leasehold property of the Company,
 - 2 3 all plant and machinery of the Company present and future and all associated warranties and maintenance contracts,
 - 2 4 all rents receivable from any lease granted out of any freehold and leasehold property of the Company,
 - 2 5 all the goodwill of the Company present and future,

CONTINUED

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

Particulars as to commission allowance or discount (note 3)

None

Signed Howard Kennedy

Date 11 May 2007

On behalf of ~~XXXXXXXXXXXX~~ [company/chargee] †

† Delete as appropriate

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

Particulars of a mortgage or charge (continued)

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Continuation sheet No 1
to Forms Nos 395 and 410 (Scot)

Company number

5509856

Please complete
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Name of company

WORLD MEDIA RIGHTS

Limited*

*Delete if
inappropriate

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

Amount due or owing on the mortgage or charge (continued)

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Com 395cont-2/4

Please do not write in this 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

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Short particulars of all the property mortgaged or charged (continued)

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2 6 all the uncalled capital of the Company present and future,

2 7 all stocks shares and other securities held by the Company from time to time in any subsidiary and all income and rights derived from or attaching to the same,

2 8 all Intellectual Property Rights choses in action licences and claims of the Company present and future and the insurance policies and proceeds of any insurance from time to time affecting the Property Intellectual Property Rights include (without limitation) all rights in patents inventions copyrights design rights trademarks service marks database rights confidential information know-how domain names and business names,

2 9 the benefit of any currency or interest rate swap cap or collar or other hedging agreement or any futures transaction or treasury instrument made with the Bank or any third party

3 By way of floating charge all the undertaking and all property assets and rights of the Company present and future not subject to a fixed charge under the Debenture or any other security present or future held by the Bank

4 The Company has covenanted with the Bank that it will not without the previous written consent of the Bank

4 1 create or permit to arise any mortgage charge or lien on the Property or dispose of the Property charged by clauses 1 1 to 1 10 (inclusive) of the Debenture and referred to in paragraphs 1 to 2 9 (inclusive) above, or

4 2 dispose of the Property charged by clauses 1 1 to 1 10 (inclusive) of the Debenture and referred to in paragraphs 1 to 2 9 (inclusive) above,or

4 3 dispose of the Property charged by clause 1 11 of the Debenture and referred to in paragraph 3 above other than in the ordinary course of business

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No 05509856

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 4th MAY 2007 AND CREATED BY WORLD MEDIA RIGHTS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO COUTTS & CO ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th MAY 2007

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st MAY 2007

Rangela



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES