

MR05

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



Companies House

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to register
a statement that part or the
whole of the property charged
has either (a) been released from
the charge or (b) no longer forms
part of the company's property

☐ **What this form is NOT for**
You may not use this form to
register this statement against
LLP Use form LL MR05

THURSDAY



A18

A4LY5VJF

10/12/2015

#134

COMPANIES HOUSE

1 Company details

Company number 0 6 1 8 9 4 8 7

Company name in full IMMEDIATE MEDIA COMPANY LONDON LIMITED

→ Filing in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Charge creation

When was the charge created?

- Before 06/04/2013. Complete **Part A and Part C**
- On or after 06/04/2013 Complete **Part B and Part C**

Part A Charges created before 06/04/2013

A1 Charge creation date

Please give the date of creation of the charge

Charge creation date d d m m y y y y /

A2 Charge number

Please give the charge number This can be found on the certificate

Charge number*

A3 Description of instrument (if any)

Please give a description of the instrument (if any) by which the charge is
created or evidenced

Instrument description

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

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A4

Short particulars of the property or undertaking charged

Please give the short particulars of the property or undertaking charged

Continuation page

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

Short particulars

Part B

Charges created on or after 06/04/2013

B1

Charge code

Please give the charge code. This can be found on the certificate

① Charge code

This is the unique reference code allocated by the registrar

Charge code ①

0 6 1 8 - 9 4 8 7 - 0 0 0 5

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Part C To be completed for all charges

C1

Cease or release

Please tell us about the property or undertaking

Part of the property or undertaking charged

- ☐ has been released from the charge
- ☐ no longer forms part of the company's property or undertaking
- ☒ has been released from the charge and no longer forms part of the company's property or undertaking
- Go to **Section C2**

or

All of the property or undertaking charged

- ☐ has been released from the charge
- ☐ no longer forms part of the company's property or undertaking.
- ☐ has been released from the charge and no longer forms part of the company's property or undertaking
- Go to **Section C3**

C2

Description of assets or property^①

Please give a brief description of assets or property released from the charge and/or a brief description of any property which has ceased to form part of the company's property or undertaking

Description of assets or property

All of the Assets (as defined below) of the Chargor relating to the digital titles known as "Visordown" and "Golf Magic"

Definitions

Assets the Business as a going concern comprising of the following assets of the Chargor as follows

- (a) the Websites,
 - (b) the Editorial Materials,
 - (c) the Goodwill,
 - (d) the Intellectual Property,
 - (e) the Customer Database,
 - (f) the Records,
 - (g) the Stock,
 - (h) the Kit,
 - (i) the WIP,
 - (j) the Contracts, and
 - (k) all other property, rights and assets employed, exercised or enjoyed in connection with the Business and owned by the Chargor
- "Business" Means together the Golf Magic Business and the Visordown Business, and each a "Business" including the Assets applicable to the same,
- "Customer Database" the database held by the Vendor comprising details of users of the Websites to be delivered in a mutually agreeable electronic format at Completion,

^① This section must be completed where part of the property or undertaking has been released from the charge or no longer forms part of the company's property or undertaking

Continuation page

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

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C3

Details of the person delivering this statement and their interest in the charge

	Please give the name of the person delivering this statement		
Name	IMMEDIATE MEDIA COMPANY LONDON LIMITED		
	Please give the address of the person delivering this statement		
Building name/number	VINEYARD HOUSE		
Street	44 BROOK GREEN		
Post town	LONDON		
County/Region			
Postcode	W 6 7 B T		
	Please give the person's interest in the charge (e.g. chargor/chargee etc)		
Person's interest in the charge	CHARGOR*		

C4

Signature

	Please sign the form here.		
Signature	Signature X <i>Stephen J. Law</i> X		

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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. The contact information you give will be visible to searchers of the public record.

Contact name **JENNY LUCKHAM**

Company name **SIMONS MUIRHEAD & BURTON**

Address **8-9 FRITH STREET**

Post town **LONDON**

County/Region

Postcode **W 1 D 3 J B**

Country

DX

Telephone **020 3206 2786**



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

Part A Charges created before 06/04/2013

- ☐ You have given the charge date
☐ You have given the charge number (if appropriate)
☐ You have completed the Description of instrument and Short particulars in Sections A3 and A4.

Part B Charges created on or after 06/04/2013

- ☐ You have given the charge code

Part C To be completed for all charges

- ☐ You have ticked the appropriate boxes in Section C1
☐ You have given a description of assets or property released from the charge (if appropriate)
☐ You have given the details of the person delivering this statement in Section C3
☐ You have signed the form



Important information

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



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,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
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

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C2

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Description of assets
or property

"Contracts" the contracts, commitments and orders (whether in writing or otherwise) entered into prior to the Completion Date by or on behalf of the Vendor or any member of the Vendor's Group which relate exclusively to the Business, excluding the Excluded Contracts, but including for the avoidance of doubt the Yamaha and Devitts order confirmations both dated 18/9/15,
"Domain Names" the URL(s) set out at Part B(2), Section (I) of Schedule 1,
"Editorial Materials" all editorial, advertising and promotional materials in relation solely to the Websites in the Vendor's possession or control including without limitation advertising film, typesetting, original illustrations, photography, artwork, materials, packages, gifts, other promotional products, and all content comprising the Websites at Completion in the Vendor's possession or control but in each case excluding any intellectual property rights in relation to the same
"Golf Magic Website" the website at URL golfmagic.com,
"Golf Magic Business" the business of the production, publishing and distribution of the Golf Magic Website as carried on by the Vendor at the Completion Date;
"Goodwill" the goodwill of the Business and the exclusive right for the Purchaser or any member of the Purchaser's Group to represent itself as carrying on the Business in succession to the Vendor and to use all trade names associated with the Business including without limitation the Names and the Domain Names,
"Intellectual Property" the Names, the Domain Names, , the Trademark and any trade mark registrations or applications or unregistered trade mark rights relating to the Websites, registered or unregistered designs, design rights relating to, and all copyright and related rights in the Website, all intellectual property rights (including database rights) in the Customer Database, and copyright in the Editorial Materials and WIP intended for publication on the Website after the Completion Date, save in each case insofar as such rights are the property of a third party,
"Kit" all golf and motorcycling clothing, kit and equipment used exclusively in the Business,
"Records" all sales literature, price lists, advertising and publicity material, subscriber, customer and supplier lists, stock records, lists of outstanding and unfulfilled orders and contracts, and records, files, books, correspondence and other records relating exclusively to the Business and the Employees, excluding the Excluded Records and any records which the Vendor or any member of the Vendor's Group are required by law to retain in any relevant jurisdiction or which cannot be provided pursuant to Data Protection Legislation and/or without third party consent in the event that such consent is not forthcoming,

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A4

Short particulars of the property or undertaking charged

Please give the short particulars of the property or undertaking charged.

Short particulars

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Description of assets
or property

"Stock" stock of branded goods which the Vendor owns or has in its possession and which relate exclusively to the Business which have commercial or promotional value including merchandise, inserts and promotional items ,
"Names" the names "Golf Magic" and "Visordown",
"Visordown Website" the website at URL visordown.com,
"Visordown Business" the business of the production, publishing and distribution of the Visordown Website as carried on by the Vendor at the Completion Date,
"Websites" together the Golf Magic Website and the Visordown Website, and
"WIP" all drafts or final versions of articles, features, images which exist at Completion and may be used on the Websites after Completion but in each case excluding any intellectual property rights in relation to the same

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