



Registration of a Charge

Company Name: **ATG PRODUCTIONS LIMITED**

Company Number: **09327475**



XC832IOQ

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

Details of Charge

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

Charge code: **0932 7475 0006**

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: 9327475

Charge code: 0932 7475 0006

The Registrar of Companies for England and Wales hereby certifies that a charge dated 11th July 2023 and created by ATG PRODUCTIONS 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

Entity Name	Company Number
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**

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

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

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

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

Digital Media Services (UK) Limited	First Floor Shand House, 14-20 Shand Street, London SE1 2ES	Leasehold	TGL533384
The Ambassador Theatre Group Limited	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

Chargor	County and District (or London Borough)	Address or description	Freehold or Leasehold
		None	

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

	Name of Chargor which holds the shares		Name of company issuing shares	Number and class of shares
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 (1,500 A Ordinary shares 3,000 B Ordinary shares 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	<p>10547 D ordinary shares of £0.10 each</p> <p>320941 A ordinary shares of £0.10 each</p> <p>91648 B ordinary shares of £0.10 each</p> <p>104209 C ordinary shares of £0.10 each</p> <p>563832181 E ordinary shares of £0.10 each</p> <p>100 ordinary shares of £1.00 each</p>
31.	International Entertainment US Finance Ltd	International Entertainment US Hedging Ltd	<p>200 Ordinary shares of £1</p> <p>1 Ordinary share of \$1</p>
32.	International Entertainment European Hedging Ltd	International Entertainment US Finance Ltd	<p>200 Ordinary shares of £1</p> <p>1 Ordinary share of \$1</p>
33.	International Entertainment European Finance Ltd	International Entertainment European Hedging Ltd	<p>200 Ordinary shares of £1</p> <p>1 Ordinary share of €1</p>

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

Investments

Name of Chargor which holds the investments	Name of issuer	Number and description of investments
	None	

SCHEDULE 4

INTELLECTUAL PROPERTY

PATENT AND PATENT APPLICATIONS

Name of Chargor	Territory	Description	Patent No./Application No.	Date of Registration/Application
		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

Name of Chargor	Territory	Design	Patent No./Application No.	Date of Registration/Application
----------------------------	------------------	---------------	---	---

None

COPYRIGHT WORKS AND UNREGISTERED DESIGNS

Name of Chargor	Description
ATG Productions Limited	Copyright – certain pantomime scripts

OTHER INTELLECTUAL PROPERTY OF THE CHARGOR

None

INTELLECTUAL PROPERTY LICENCES

Name of Chargor	Description of Intellectual Property Licences	Licensor	Date of Licence	Duration of Licence
------------------------	--	-----------------	------------------------	--------------------------------

None

SCHEDULE 5
BANK ACCOUNTS

Name of Chargor	Name and address of institution at which account is held	Account Number	Sort Code
		None	

SCHEDULE 6
INSURANCE POLICIES

Name of Chargor(s)	Insurer	Policy Number	Type of Risk Insured
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)

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

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

Name of Chargor	Name of partnership in which Partnership Shares are held
The Ambassador Theatre Group (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:

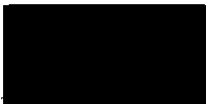
Director	<div></div>
Name:	<div>John Oldcorn</div>
Witness:	<div></div>
Name:	<div>Tom Fisher</div>
Address:	<div></div>
Occupation:	<div>Executive Assistant</div>

THE ADDITIONAL CHARGORS

EXECUTED as a DEED by

THE AMBASSADOR THEATRE GROUP (VENUES) LIMITED

acting by:

Director 

Name: John Oldcorn

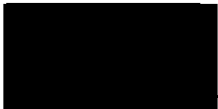
Witness: 

Name: Tom Fisher

Address: 

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

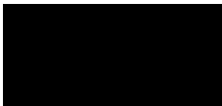
EXECUTED as a DEED by
SAVOY THEATRE LIMITED
acting by:

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

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

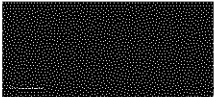
EXECUTED as a DEED by
THEATRE ROYAL BRIGHTON LIMITED
acting by:

Director 
Name: John Oldcorn

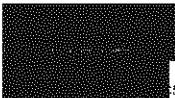
Witness: 
Name: Tom Fisher

Address: 
Occupation: Executive Assistant

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

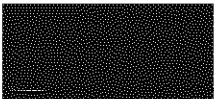
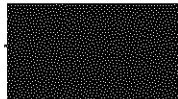
Witness: 
Name: Tom Fisher

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:

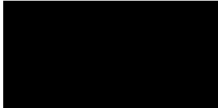
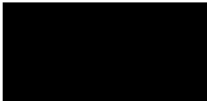

Director	
Name:	John Oldcorn
Witness:	
Name:	Tom Fisher
Address:	6 Bovill Road, London, SE23 1HA
Occupation:	Executive Assistant

EXECUTED as a DEED by
WOKING TURNSTYLE LIMITED

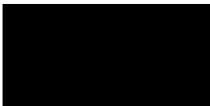
acting by:

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

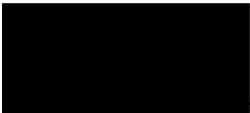


EXECUTED as a DEED by
ATG PRODUCTIONS LIMITED
acting by:

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:

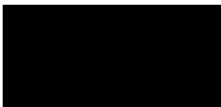


Director 
Name: Nicholas Hurrell
Witness: 
Name: Duncan Shepherd
Address: 
Occupation: Managing Director AKA Group

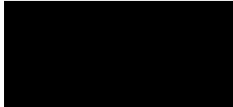



Nicholas Hurrell

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: 
Name: Tom Fisher

Address: 
Occupation: Executive Assistant

EXECUTED as a DEED by
SAVOY THEATRE 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 ENTERTAINMENT GROUP LIMITED

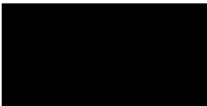
acting by:

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

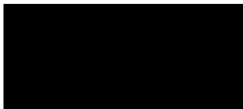
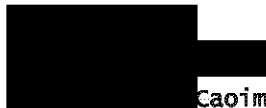

EXECUTED as a DEED by
SAVOY THEATRE HOLDINGS LIMITED
acting by:


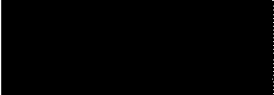

Director	<div></div>
Name:	<div>John Oldcorn</div>
Witness:	<div></div>
Name:	<div>Tom Fisher</div>
Address:	<div></div>
Occupation:	<div>Executive Assistant</div>

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)

[Redacted Signature]

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

Witness's Signature [Redacted Signature]

Name: Tom Fisher
.....




Address: [Redacted Address]
.....
.....

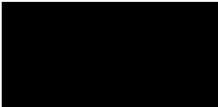
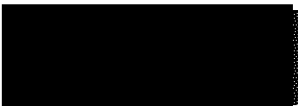

EXECUTED as a DEED by
THEATRE MANAGEMENT LIMITED

acting by:

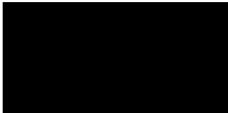


Director	<div></div>
Name:	John Oldcorn
Witness:	<div></div>
Name:	Tom Fisher
Address:	<div></div>
Occupation:	Executive Assistant

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


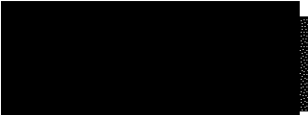


Nicholas Hurrell

Duncan Shepherd

Managing Director AKA Group

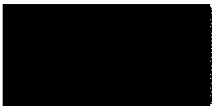
EXECUTED as a DEED by
AKA NYC LIMITED
acting by:

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 

Name: John Oldcorn

Witness: 

Name: Tom Fisher

Address: 

Occupation: Executive Assistant

EXECUTED as a DEED by

INTERNATIONAL ENTERTAINMENT US HEDGING LTD

acting by:

Director

[REDACTED]

Name:

John Oldcorn

Witness:

[REDACTED]

Name:

Tom Fisher

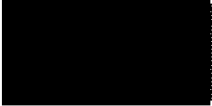
Address:

[REDACTED]

Occupation:

Executive Assistant

EXECUTED as a DEED by
INTERNATIONAL ENTERTAINMENT US FINANCE LTD
acting by:

Director 

Name: John Oldcorn


Witness: 

Name: Tom Fisher


Address: 

Occupation: Executive Assistant

EXECUTED as a DEED by
INTERNATIONAL ENTERTAINMENT EUROPEAN HEDGING LTD
acting by:

Director  _____

Name: John Oldcorn _____

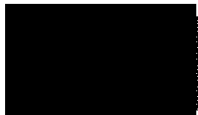
Witness:  _____

Name: Tom Fisher _____


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 _____

