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COMPANIES FORM No. 410(Scot)

Particulars of a charge created by a company registered in Scotland

410

Please do not
write in
this margin

Pursuant to section 410 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

2

110823

Name of company

* GRANITE FILM & TELEVISION PRODUCTIONS LIMITED

* insert full name
of company

Date of creation of the charge (note 1)

5TH AUGUST 1998

Description of the instrument (if any) creating or evidencing the charge (note 1)

LEGAL MORTGAGE

Amount secured by the charge

ALL LIABILITIES OF THE COMPANY PRESENT AND FUTURE ACTUAL
AND/OR CONTINGENT TO NATIONAL WESTMINSTER BANK PLC

Names and addresses of the persons entitled to the charge

NATIONAL WESTMINSTER BANK PLC

41 LOTHBURY

LONDON EC2P 2BP

Presentor's name address telephone

The Manager
National Westminster Bank PLC
Litigation, Technical & Securities
(Scotland) 0131-243-1527
2nd Floor
80 George Street
Edinburgh EH2 3DZ

For official use
Charges Section

Post room



Short particulars of all the property charged.

Please do not
write in
this margin

Please complete
legibly, preferably
in black type, or
bold block lettering

THE FREEMOLD PROPERTY HEREINAFTER DESCRIBED ('THE PROPERTY')
AND THE PROCEEDS OF SALE THEREOF TOGETHER WITH A FLOATING
CHARGE OVER ALL MOVEABLE PLANT MACHINERY IMPLEMENTS UTENSILS
FURNITURE AND EQUIPMENT AT ANY TIME PLACED UPON OR USED IN OR
ABOUT THE PROPERTY AND AN ASSIGNMENT OF THE GOODWILL AND
CONNECTION OF ANY BUSINESS OR BUSINESSES FROM TIME TO TIME
CARRIED ON IN OR UPON THE PROPERTY OR ANY PART OR PARTS
THEREOF TOGETHER WITH THE FULL BENEFIT OF ALL LICENCES
INCLUDING ANY REGISTRATIONS VIZ:

4 WITLEY ROAD ARCHWAY LONDON

TITLE NO. NL 209729

Statement, in the case of a floating charge, as to any restrictions on power to grant further securities and
any ranking provision (note 2)

Particulars as to commission, allowance or discount paid (see section 413(3))

NIL
The Manager
National Westminster Bank PLC
Litigation, Technical & Securities
(Scotland)
2nd Floor
80 George Street
Edinburgh EH2 3DZ

Signed _____ Date 13/8/98

On behalf of [company] [chargee]†

† delete as
appropriate

Notes

1. A description of the instrument e.g. "Standard Security" "Floating Charge" etc. should be given. For the date of creation of a charge see section 410(5) of the Act. (Examples - date of signing of an Instrument of Charge; date of recording / registration of a Standard Security; date of intimation of an Assignment.)
2. In the case of a floating charge a statement should be given of (1) the restrictions, if any, on the power of the company to grant further securities ranking in priority to, or pari passu with the floating charge; and / or (2) the provisions, if any, regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property which is the subject of the floating charge or any part of it.
3. A certified copy of the instrument, if any, creating or evidencing the charge, together with this form with the prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of the creation of the charge. In the case of a charge created out of the United Kingdom comprising property situated outside the U.K., within 21 days after the date on which the copy of the instrument creating it could, in due course of post, and if despatched with due diligence, have been received in the U.K. Certified copies of any other documents relevant to the charge should also be delivered.
4. A certified copy must be signed by or on behalf of the person giving the certification and where this is a body corporate it must be signed by an officer of that body.
5. The address of the Registrar of Companies is:-
Companies House
100 - 102 George Street
Edinburgh EH2 3DJ



**CERTIFICATE OF THE REGISTRATION
OF A CHARGE**

Company number 110823

I hereby certify that a charge created by

GRANITE FILM & TELEVISION PRODUCTIONS LIMITED

on 5 AUGUST 1998

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of NATIONAL WESTMINSTER BANK PLC

was delivered pursuant to section 410 of the Companies Act, 1985,
on 17 AUGUST 1998

Signed at Edinburgh
18 AUGUST 1998

R. Graham
For Registrar of Companies



C O M P A N I E S H O U S E

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC110823 CHARGE: 2

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
17/08/1998		5/ 8/98 LEGAL MORTGAGE		ALL SUMS DUE, OR TO BECOME DUE	4 WITLEY ROAD, ARCHWAY, LONDON	NATIONAL WESTMINSTER BANK PLC

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC110823 CHARGE: 2

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement of the provisions if any regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
				Name	Date of Appointment	Date of Ceasing to act