

# M

CHWP007

COMPANIES FORM No. 410(Scot)

## Particulars of a charge created by a company registered in Scotland

# 410

**A fee of £10 is payable to Companies House in  
respect of each register entry for a mortgage or  
charge**

*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 6)**

For official use

Company number



SC265189

Name of company

*\* insert full name  
of company*

\* **Venture Entertainment Limited (the "Company")**

Date of creation of the charge (note 1)

**27 October 2005**

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

**Floating Charge**

Amount secured by the charge

**All sums which may be due or which may at any time hereafter become due by the  
Company under the factoring agreement between the Company and Venture dated 27  
October 2005 and payment and performance by the Company of all sums and  
obligations which may be or become due by the Company to Venture.**

Names and addresses of the persons entitled to the charge

**Venture Finance plc trading as Venture Factors ("Venture")****Sussex House, Perry Mount Road, Haywards Heath, West Sussex RH16 1DN**

Presentor's name address telephone  
number and reference (if any):

**HSH/RBW  
Morton Fraser  
DX ED119  
EDINBURGH**

For official use

Charges Section



1 Short particulars of all the property charged.

**The whole of the property which is, or may be from time to time while the floating charge is in force, comprised in the Company's property and undertaking, including without prejudice to the generality the Company's uncalled capital for the time being.**

*Please do not  
write in  
this margin*

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

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

**Except as may hereafter be agreed in writing by Venture, the floating charge shall rank in priority to any fixed security as defined in Section 70 of the Insolvency Act 1986 and any other floating charge, being a fixed security or floating charge which shall have been created by the Company after the Company's execution of the floating charge.**

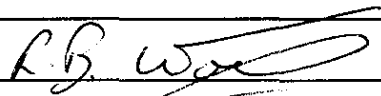
**Without the previous consent in writing of Venture the Company shall not be entitled or at liberty to create or grant any such fixed security or floating charge or any other security, mortgage or charge affecting the Company's assets or any part thereof, heritable or moveable.**

**Any such fixed security already subsisting in favour of Venture or which may at any time hereafter be granted by the Company in favour of Venture shall rank in priority to the floating charge.**

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

N/A

Signed



Date

15/11/05

On behalf of [company] [charges]

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payable to  
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charge.  
(See Note 5)*

*† 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. Cheques and Postal Orders are to be made payable to **Companies House**.

6. The address of the Registrar of Companies is:-

Companies House  
37 Castle Terrace  
Edinburgh EH1 2EB

**FILE COPY**



**CERTIFICATE OF THE REGISTRATION  
OF A CHARGE**

Company number 265189

I hereby certify that a charge created by

VENTURE ENTERTAINMENT LIMITED

on 27 OCTOBER 2005

for securing ALL SUMS DUE, OR TO BECOME DUE

in favour of VENTURE FINANCE PLC

was delivered pursuant to section 410 of the Companies Act, 1985,  
on 16 NOVEMBER 2005 given at Companies House, Edinburgh  
18 NOVEMBER 2005



**C O M P A N I E S   H O U S E**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**