

COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



548648

Name of company

* INDEPENDENT TELEVISION NEWS LIMITED (the "Company")

Date of creation of the charge

15th June, 1995

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

A Debenture between the Company and The Sumitomo Bank, Limited as security agent for the Banks, as defined in the Facility Agreement referred to below (the "Security Agent"), (See continuation sheet)

Amount secured by the mortgage or charge

All liabilities of any nature of the Company to Morgan Guaranty Trust Company of New York (the "Agent"), the Security Agent, any of the Banks (as defined in the Facility Agreement referred to below) (the "Banks"), and/or any Receiver (as defined below) under or in connection with a facility agreement dated 9th June, 1995 and made between the Company, the Banks, the Security Agent, J.P. Morgan Securities Ltd. as Arranger and the Agent (the "Facility Agreement") or the Debenture and whether existing on the date of the Debenture or arising thereafter (the "Liabilities") as and when the same become due for payment or performance (as appropriate).

Receiver means "administrative receiver, receiver and manager or other receiver appointed in respect of the Charged Assets (as defined below) by the Security Agent (whether appointed pursuant to the Debenture, pursuant to any statute, by a court or otherwise)."
(See continuation Sheet)

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

The Sumitomo Bank, Limited (as Security Agent for the Banks)

Temple Court, 11 Queen Victoria Street,

London

Postcode

EC4N 4TA

Presentor's name address and reference (if any);

Slaughter and May,
35 Basinghall Street,
London EC2V 5DB.

For official use
Mortgage Section

Post room

REGISTERED

23 JUN 1995



RS/SMB/MVP

Time critical reference

Please do not
write in
this margin

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

As beneficial owner and

(1) by way of first legal mortgage:-

(i) all that Freehold land registered at H.M. Land Registry with Title Absolute under Title No. NGL393006 known as 200 Gray's Inn Road;

(ii) all that Leasehold land registered at H.M. Land Registry with Title Absolute under Title No. NGL 265533 and known as the Industrial Printing and Publishing Works forming part of New Printing House Square, Gray's Inn Road; and

(iii) all that Freehold land registered at H.M. Registry with Title Possessory under Title No. NGL2708028 being the area of land lying beneath Coley Street, London WC1 linking the property firstly described and the Property secondly described at basement level,

together in each case with all buildings, erections, fixtures, fittings and fixed plant and machinery for the time being thereon and all
(See continuation sheet)

Particulars as to commission allowance or discount (note 3)

Signed Shayla M. May Date 22nd June, 1995
On behalf of ~~[company]~~ [mortgagee/chargee] †

† delete as
appropriate

- 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.

COMPANIES FORM No. 395 (Cont.) AND FORM No. 410 (Scot)(Cont.)

**Particulars of a charge
(continued)**

Please do not
write in this
binding margin

Continuation sheet No 1
to Form No 395 and 410 (Scot)

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

Company Number

548648

Name of Company

INDEPENDENT TELEVISION NEWS

Limited*

* delete if
inappropriate

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

which expression includes its successors in title and assigns.

Charged Assets means "Assets (as defined below) from time to time subject to the security created or which may at any time be created by or pursuant to the Debenture or any of that security or which the Debenture from time to time purports to charge or which at any time ought pursuant to the Debenture to be charged in favour of or held by or on behalf of the Security Agent by way of security for the Liabilities or any part of those Assets."

Assets means "business, property, assets, undertaking, revenues and Rights (as defined below) of any kind including uncalled capital, present and future, and any interest therein."

Rights means "rights, benefits, privileges, authorities, discretions, remedies, liberties, powers and other interests in each case of any nature whatsoever and whether present or future."

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

Please do not
write in this
binding margin

Names and addresses of the persons entitled to the charge (continued)

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

improvements and additions thereto, and the proceeds of sale thereof and every interest therein which the Company has power at law or in equity to charge (the "Mortgaged Property").

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

(2) By way of first fixed charge, the copyright and rights in the nature of copyright vested in the Company from time to time in any plans prepared for or in connection with the Mortgaged Property and the implied licence of the Company in any such plans the copyright of which is not vested in the Company.

(3) By way of first floating charge, all its Assets, both present and future, including Assets otherwise expressed to be charged above.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00548648

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 15th JUNE 1995 AND CREATED BY INDEPENDENT TELEVISION NEWS LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO MORGAN GUARANTY TRUST COMPANY OF NEW YORK (THE "AGENT"), THE SUMITOMO BANK LIMITED (AS SECURITY AGENT FOR THE BANKS) ANY OR THE BANKS (AS DEFINED IN THE FACILITY AGREEMENT DATED 9th JUNE 1995) AND/OR ANY RECEIVER UNDER OR IN CONNECTION WITH THE FACILITY AGREEMENT AND THIS DEBNTURE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 23rd JUNE 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 27th JUNE 1995.


D. JENKINS

for the Registrar of Companies



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

HC026B