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COMPANIES FORM No. 395

NW
£10
004588

395

Particulars of a mortgage or charge

CHWP000

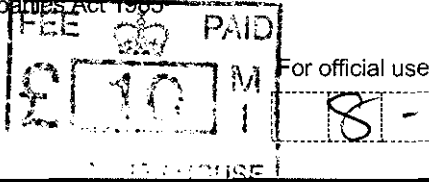
A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

Please do not write in this margin

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

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf - Note 6)



Company number

4073780

Name of company

* insert full name of Company

* 24 HOUR FILMS LIMITED

Date of creation of the charge

25 JANUARY 2002

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

DEED OF CHARGE AND SECURITY ASSIGNMENT

Amount secured by the mortgage or charge

US \$ 1,000,000

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

UNITED ARTISTS FILMS INC
 2500 BROADWAY STREET, SANTA MONICA,
 CALIFORNIA, 90069 USA

Postcode

Presenter's name address and reference (if any) : NCD/rmw

LEE & THOMPSON
Greengarden House
15-17 St. Christophers Place
LONDON W1

Time critical reference

For official Use
Mortgage Section

Post room

M



A04
COMPANIES HOUSE

0862
09/02/02

Short particulars of all the property mortgaged or charged

ALL CHARGES OF RIGHT, TITLE AND INTEREST IN AND TO THE FOLLOWING IN RELATION TO A FEATURE FILM ENTITLED "24 HOUR PARTY PEOPLE" ("THE FILM"):

1. ALL LITERARY PROPERTY AND ANCILLARY RIGHTS IN RELATION TO THE FILM, INCLUDING THE SCREENPLAY AND THE COPYRIGHT THEREOF;
2. THE COPYRIGHT OF THE FILM;
3. ALL PPE PRINT ELEMENTS OF THE FILM;
4. ALL SOUNDTRACK ELEMENTS RELATING TO THE FILM;
5. THE COLLATERAL;
6. THE PROCEEDS OF ALL PRESENT AND FUTURE POLICIES OF INSURANCE FOR THE BENEFIT OF THE CHARGEES;

Please do not write in this margin

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

Particulars as to commission allowance or discount (note 3)

[Empty box for commission allowance or discount]

Signed

Lee E Thompson

Date

7.2.02

On behalf of ~~company/mortgagee/chargee~~

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

† delete as appropriate

Notes

- 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.
- 5 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

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

COMPANY No. 04073780

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEED OF CHARGE AND SECURITY ASSIGNMENT DATED THE 25th JANUARY 2002 AND CREATED BY 24 HOUR FILMS LIMITED FOR SECURING US \$1,000,000 AND ALL OTHER MONIES FROM THE COMPANY TO UNITED ARTISTS FILMS INC. WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 9th FEBRUARY 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th FEBRUARY 2002.

A handwritten signature in black ink, appearing to be 'L.A.' or similar initials.



Companies House

— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES