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COMPANIES FORM No. 395

Particulars of a mortgage or charge

395

A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge.

213592/572

CHFP025

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)

For official use

Company number

5111

00004197

Name of company

*insert full name of Company

* PA Group Limited (the "Company")

Date of creation of the charge

27 October 2008

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

An Omnibus Guarantee and Set-Off Agreement (OGSA) dated 27 October 2008 (the "Agreement")

Amount secured by the mortgage or charge

All moneys and liabilities then due or which might thereafter become due to Lloyds TSB Bank plc (the "Bank") from either the Company or any one or more of the other parties to the Agreement (other than the Bank), being at the date hereof the Companies

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

Lloyds TSB Bank plc, 25 Gresham Street, London

Postcode EC2V 7HN

Presenter's name address and reference (if any)

Hammonds LLP
2 Park Lane
Leeds
LS3 1ES

RNM/LLO 022-0078

Time critical reference

For official Use (02/06)

Mortgage Section

Post room

WEDNESDAY



A68

29/10/2008

COMPANIES HOUSE

33

Short particulars of all the property mortgaged or charged

Any sum or sums for the time being standing to the credit of any one or more of any present or future accounts of the Companies or any of them with the Bank (including any accounts held in the Bank's name with any designation which includes the name(s) of the Companies or any of them) whether such accounts be denominated in sterling or in a currency or currencies other than sterling

cep

NOTE By clause 14 7 of the Agreement, the Company agreed that it would not (without the prior written consent of the Bank) assign, mortgage, charge or otherwise confer upon any third party any right, title or interest in or to all or any of the accounts for the time being of the Company with the Bank or any sum or sums standing to the credit of any one or more of such accounts, or agree to do any such thing, or allow any such third party right, title or interest to subsist (except in each case in favour of, or upon, the Bank)

(See addendum 4/4 for definitions)

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)

NIL

Signed Hammonds LLP

Date 29th October 2008

On behalf of ~~XXXXXXXX~~ [mortgagee/chargee] †

A fee 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 A fee of £13 is payable to Companies House in respect of each register entry for a mortgage or charge Cheques and Postal Orders must be made payable to **Companies House**
- 6 The address of the Registrar of Companies is **Companies House, Crown Way, Cardiff CF14 3UZ**

Name of company

*insert full name
of Company

* PA Group Limited (the "Company")

Addendum 1/4

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

Addendum 2/4

2 Amount due or owing on the mortgage or charge (continued)

Addendum 3/4

3 Names, addresses and descriptions of the mortgages or persons entitled to the charge (continued)

Addendum 4/4

4 Short particulars of all the property mortgaged or charged (continued)

Definitions

"Companies" means the Company and each of

- MeteoGroup UK Limited (CRN 03288270),
- The Press Association Limited (CRN 05946902),
- Television News Release Limited (CRN 03704364),
- PA Sport UK Limited (CRN 03891053),
- PA Sport Limited (CRN 05734282),
- PA Photos Limited (CRN 03891060),
- PA News Investments Limited (CRN 03791911),
- PA Sport International Limited (CRN 05734287),
- Sport EV Limited (CRN 03787845),
- iKnowledge Limited (CRN 03863746),
- Meteo Consult UK Limited (CRN 02665051),
- All Action Digital Limited (CRN 04796330),
- Sport Services Group Limited (CRN 04938813),
- PA Sport Asia Limited (CRN 04838192),
- Lovelacemedia Limited (CRN 03943516),
- International News Productions Limited (CRN 02449775),
- The Editorial Centre Limited (CRN 03121107),
- Thompson Stanley Publishers (CRN 02656623),
- PA Listings Limited (CRN 02156127), and
- EMPICS Limited (CRN 02496593)



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

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

COMPANY NO. 4197
CHARGE NO. 5

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT AN OMNIBUS GUARANTEE AND
SET-OFF AGREEMENT DATED 27 OCTOBER 2008 AND
CREATED BY PA GROUP LIMITED FOR SECURING ALL MONIES
DUE OR TO BECOME DUE FROM THE COMPANY AND/OR ALL
OR ANY OF THE COMPANIES NAMED THEREIN TO LLOYDS
TSB BANK PLC ON ANY ACCOUNT WHATSOEVER WAS
REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE
COMPANIES ACT 1985 ON THE 29 OCTOBER 2008

GIVEN AT COMPANIES HOUSE, CARDIFF THE 31 OCTOBER
2008

