

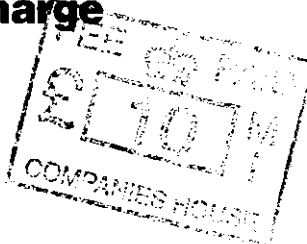
M

COMPANIES FORM No. 395

NW E 10
003993

395

Particulars of a mortgage or charge



Please do not write in this margin

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies

For official use Company number

[] [] [] [] [] 407 3780

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

Name of company

* 24 HOUR FILMS LIMITED

* insert full name of company

Date of creation of the charge

~~27 APRIL 2001~~

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	

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

~~LEE & THOMPSON
GREEN GARDEN HOUSE
LONDON
WIM SHE
REF RA/MC~~

For official Use
Mortgage Section



A13	0090
COMPANIES HOUSE	28/04/01
A01	0225
COMPANIES HOUSE	12/04/01

Time critical reference

Short particulars of all the property mortgaged or charged

Please do not write in this margin

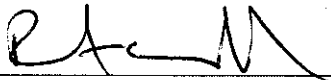
All of chargers right, title and interest in and to the following in relation to a feature film entitled "24 Hour Party People" ("the film"):

- all literary property and ancillary rights in relation to the film including the screenplay and the copyright thereof
- the copyright of the film
- all pre print elements of the film
- all soundtrack elements
- the collateral
- the proceeds of all present and future policies of insurance for the benefit of the chargee

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

Particulars as to commission allowance or discount (note 3)

Signed



Date

10/4/2001

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

† 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.

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 27th APRIL 2001 AND CREATED BY 24 HOUR FILMS LIMITED FOR SECURING US \$1,000,000.00 DUE FROM THE COMPANY TO UNITED ARTISTS FILMS INC WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 28th APRIL 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 1st MAY 2001.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —