



Companies House

— for the record —

117

Please complete in typescript,
or in bold black capitals

CH WP000

Application by a public company for certificate to
commence business

Company Number

6395011

Company Name in full

INGENIOUS ENTERTAINMENT VCT 1 PLC

applies for a certificate that it is entitled to do business and exercise
borrowing powers, and, for that purpose,

I, SUSAN FORD

of 15 GOLDEN SQUARE

LONDON, W1F 9JG

❶ Please delete as appropriate

❶ ~~(a director)~~ ~~(the secretary)~~ of the above company do solemnly and sincerely
declare that -

1 the aggregate nominal value of the company's
allotted share capital is not less than
£50,000

2 the aggregate amount paid up on the allotted share
capital of the company at the time of this
application is

£ 12,500 01

3 the ^❶ [estimated] amount of the
preliminary expenses of the company is

£ NIL

❷ Please insert the name(s) of
person(s) by whom expenses
paid or payable

❷ INGENIOUS MEDIA INVESTMENTS

LIMITED

Please give the name, address,
telephone number and, if available,
a DX number and Exchange of
the person Companies House should
contact in connection with this
application

SEBASTIAN SPEIGHT, INGENIOUS MEDIA INVESTMENTS

LIMITED, 15 GOLDENSQUARE, LONDON

W1F 9JG Tel 020 7319 4123

DX number

DX exchange

WEDNESDAY



A5EGPUG8

A03

07/11/2007

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COMPANIES HOUSE

When you have completed and signed the form please send it to the
Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

DX 235 Edinburgh

for companies registered in Scotland

or LP - 4 Edinburgh 2

~~1~~[4a no amount or benefit has been paid or given or is intended to be paid or given to any of the promoters of the company]

~~1~~[4b the amount or benefit paid or given or intended to be paid or given to any promoter of the company is]

~~1~~ Please delete as appropriate

Promoter No 1,

The amount paid or intended to be paid

£ PLEASE SEE ATTACHED SCHEDULE

Any benefit given or intended to be given

The consideration for such payment or benefit

Promoter No 2,

The amount paid or intended to be paid

£ PLEASE SEE ATTACHED SCHEDULE

Any benefit given or intended to be given

The consideration for such payment or benefit

Promoter No 3,

The amount paid or intended to be paid

£

Any benefit given or intended to be given

The consideration for such payment or benefit

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835

Declarant's signature

John G F J

Declared at

15 GORDON SQUARE, LONDON, W1F 9JG

Day Month Year

on

05 11 2007

~~1~~Please print name

before me ~~1~~

DAVID MARTIN

Signed

[Signature]

Date

05/11/2007

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

INGENIOUS ENTERTAINMENT VCT 1 PLC (the Company)

Company Number: 6395011

Schedule to Form 117

1. Ingenious Ventures Limited

Under a Management Agreement proposed to be entered into with the Company it is anticipated that Ingenious Ventures Limited will agree to act as discretionary manager of the Company's investment portfolio and as administrator to the Company. It is anticipated that the Company will pay Ingenious Ventures Limited

- (a) an annual portfolio management fee of 2 % of the Company's net asset value (plus VAT),
- (b) an annual administration fee of £17,500 which may increase to £35,000 (plus VAT and adjusted annually in line with inflation), and
- (c) a performance related incentive fee,

in consideration of such services. These fees are subject to change.

2. Ingenious Media Investments Limited

It is anticipated that Ingenious Media Investments Limited will agree to be appointed as the promoter of the Company's public offer for subscription. In consideration of such services, it is anticipated that the Company will pay Ingenious Media Investments Limited an arrangement fee of 5.5% of the gross proceeds of the said offer received by the Company. These fees are subject to change.