

PEACE ARCH ENTERTAINMENT GROUP INC
Form SC 13G
July 05, 2005

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

PEACE ARCH ENTERTAINMENT GROUP INC.

(Name of Issuer)

COMMON SHARES

(Title of Class of Securities)

704586304

(CUSIP Number)

November 2, 2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

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| | |
|-----------|---|
| 1) | Names of Reporting Persons I.R.S. Identification Nos. of Above Persons (entities only) |
|-----------|---|

| | |
|---|---|
| FremantleMedia Ltd. | |
| 2) | Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/> |
| 3) | SEC Use Only |
| 4) | Citizenship or Place of Organization England |
| Number of Shares Beneficially Owned by Each Reporting Person With: | (5) Sole Voting Power 2,931,125 |
| | (6) Shared Voting Power 0 |
| | (7) Sole Dispositive Power 2,931,125 |
| | (8) Shared Dispositive Power 0 |
| 9) | Aggregate Amount Beneficially Owned by Each Reporting Person 2,931,125 |
| 10) | Check If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/> |
| 11) | Percent of Class Represented by Amount in Row (9) 13.99% |
| 12) | Type of Reporting Person (See Instructions) CO |

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Item 1 (a)

Name of Issuer:

Peace Arch Entertainment Group Inc.

Item 1 (b)

Address of Issuer's Principal Executive Offices:

Suite 500, 56 East 2nd Avenue, Vancouver, British Columbia V5T 1B1 Canada

Item 2 (a)

Name of Person Filing:

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FremantleMedia Ltd.

Item 2 (b) Address of Principal Business Office or, if none, Residence:

FremantleMedia Ltd.
1 Stephen Street
London, England
W1T 1AL

Item 2 (c) Citizenship:

England

Item 2 (d) Title of Class of Securities:

Common Shares

Item 2 (e) CUSIP Number:

704586304

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- | | | |
|-----|--------------------------|---|
| (a) | <input type="checkbox"/> | Broker or dealer registered under Section 15 of the Act. |
| (b) | <input type="checkbox"/> | Bank as defined in Section 3(a)(6) of the Act. |
| (c) | <input type="checkbox"/> | Insurance company as defined in Section 3(a)(19) of the Act. |
| (d) | <input type="checkbox"/> | Investment company registered under Section 8 of the Investment Company Act. |
| (e) | <input type="checkbox"/> | An investment adviser in accordance with Rule 13d-1(b)(1) (ii)(E); |
| (f) | <input type="checkbox"/> | An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F); |
| (g) | <input type="checkbox"/> | A parent holding company, in accordance with Rule 13d-1(b)(ii)(G); |
| (h) | <input type="checkbox"/> | A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act; |
| (i) | <input type="checkbox"/> | A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940; |
| (j) | <input type="checkbox"/> | Group, in accordance with Rule 13d-1(b)(1)(ii)(J). |

[X] If this statement is filed pursuant to Rule 13d-1(c), check this box.

Item 4. Ownership.

(a) Amount beneficially owned:

See Item 9 on the cover page

(b) Percent of Class:

See Item 11 on the cover page

- (c) Number of shares as to which such person has:
- (i) Sole power to vote or to direct the vote:
 - (ii) Shared power to vote or direct the vote:

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- (iii) Sole power to dispose or to direct the disposition of:
- (iv) Shared power to dispose or to direct the disposition of:

See Items 5-8 on cover page

Item 5. Ownership of Five Percent or Less of a Class.

If the statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following []

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

N/A

Item 8. Identification and Classification of Members of the Group.

N/A

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

June 27, 2005

(Date)

/s/ Sarah Tingay

(Signature)

FremantleMedia Ltd.

by Sarah Tingay, Director of Legal and Business Affairs

(Name/Title)