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CHWP000

COMPANIES FORM No. 403a

Declaration of satisfaction in full or in part of mortgage or charge

403a

Please do not
write in
this margin

Pursuant to section 403(1) of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf)

For official use

Company number

201

1777777

Name of company

* **BRITISH AIRWAYS PLC*** insert full name
of companyI, **Alan Buchanan**of **Waterside, PO Box 365, Harmondsworth UB7 0GB**† delete as
appropriate

[~~delete as appropriate~~] [the secretary] [~~delete as appropriate~~] [~~delete as appropriate~~]† of the above company, do
solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in [full] [~~part~~]

insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etcDate and description of charge # **Deed of Assignment (Insurances) dated 22/5/97**Date of registration **3/6/97**o the date of
registration may be
confirmed from the
certificateName and address of [chargee] [~~delete as appropriate~~]**Please see continuation sheets**

Short particulars of property charged §

Please see continuation sheets§ insert brief details
of property

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

Declared at **Harmondsworth**

Declarant to sign below

Day Month Year

on **14 08 2009**

before me

A Commissioner for Oaths or Notary Public or Justice of
the Peace or a Solicitor having the powers conferred on a
Commissioner for Oaths.

ZOE CHRISTOFORIDES,
SOLICITOR AT
BAKER & MCKENZIE LLP

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

British Airways Plc
Waterside BAA3
PO Box 365
Harmondsworth UB7 0GB

Ref: **VIIB/EA**For official Use (02/06)
Mortgage Section

Post room

WEDNESDAY



P7NJCJG

PC1

19/08/2009

190

COMPANIES HOUSE

CONTINUATION SHEET (1 of 2)

Date and Description of Charge

Deed of Assignment (Insurances) made by the Company in favour of ORIX Subaru Corporation, Dia Coast Ltd., FI Vanilla Leasing Ltd., JL Vesper Lease Co., Ltd., the "**Chargees**") dated 22 May 1997.

Names and Addresses of Chargees

ORIX Subaru Corporation
4-1, Hamamatsu-cho 2-chome, Minato-ku, Tokyo, Japan

Dia Coast Ltd.
5-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo 100-6525, Japan

FI Vanilla Leasing Ltd.
3-23, Misakicho 3-chome, Chiyoda-ku, Tokyo 101-0061, Japan

JL Vesper Lease Co., Ltd.
4-1, Hamamatsucho 2-chome, Minato-ku, Tokyo, Japan

Short particulars of the Released Property

All the Company's present and future rights, title and interest in and to (1) all policies and contracts in respect of the Insurances, other than Insurances in respect of liabilities to third parties (the "**Relevant Insurances**"), (2) all the benefits of such policies and contracts in respect of the Relevant Insurances (including all claims of whatsoever nature thereunder and returns of premiums in respect thereof) and (3) all Requisition Compensation.

Definitions

"**Aircraft**" means the one (1) Boeing 777-236 IGW Aircraft bearing manufacturer's serial number 27484, registration mark G-VIIB together with one or both of the two (2) General Electric GE90-85B aircraft engines bearing the manufacturer's serial numbers 900-135 and 900-161 respectively, as more particularly described in the Aircraft Lease Agreement with Purchase Option.

CONTINUATION SHEET (2 of 2)

“Aircraft Lease Agreement with Purchase Option” means the aircraft lease agreement with purchase option in relation to the Aircraft executed and dated 22 May 1997 and made between (1) the Chargees (as owners), (2) ORIX Subaru Corporation (as representative Owner (as defined in the Lease Agreement with Purchase Option)) and (3) the Company (as hirer), as the same may be amended, modified, supplemented or superseded from time to time.

“Insurances” means any and all contracts or policies of insurance required to be effected and maintained under the Aircraft Lease Agreement with Purchase Option.

“Requisition Compensation” means all moneys or other compensation from time to time receivable by the Company or any other person in respect of the requisition for hire, title, acquisition, capture, deprivation, detention, condemnation, confiscation or seizure of the Aircraft.