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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

2 0 0

01777777

Name of company

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

~~(a director)~~ [the secretary] ~~(the administrator)~~ ~~(the administrative receiver)~~ 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 dated 7/5/97**Date of registration # **20/5/97**§ the date of
registration may be
confirmed from the
certificateName and address of [chargee] ~~(the debenture holder)~~†**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 **27 05 2009**

before me **H. Stobbs**

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

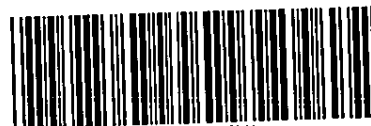
Helen Stobbs
**HELEN STOBBS, SOLICITOR
OF ADDLESHAW GOODARD LLP.**

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

**British Airways Plc
Waterside, PO Box 365
Harmondsworth UB7 0GB**

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

THURSDAY



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04/06/2009

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COMPANIES HOUSE

Notes

The address of the Registrar of Companies is:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

DX 33050 Cardiff

CONTINUATION SHEET (1 of 2)

Date and Description of Charge

Deed of Assignment (Insurances) made by the Company in favour of JL Phosphor Lease Co., Ltd., FI Nector Leasing Ltd., Dia Island Ltd., ORIX Atom Corporation and White Avix Leasing Co. Ltd. the "**Chargees**"), dated 7 May 1997.

Names and Addresses of Chargees

JL Phosphor Lease Co., Ltd.
3-19, Kyobashi 2-chome, Chuo-ku, Tokyo 104-8360, Japan

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

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

ORIX Atom Corporation
4-1, Hamamatsu-cho 2-chome, Minato-ku, Tokyo 105-6135, Japan

White Avix Leasing Co. Ltd.
3-19, Kyobashi 2-chome, Chuo-ku, Tokyo 104-8360, 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 G-VIIH together with one or both of the two (2) General Electric GE90-85B aircraft engines bearing the manufacturer's serial numbers 900-151 and 900-160 respectively, as more particularly described in the Aircraft Lease Agreement with Purchase Option.

British Airways Plc (the Company)
Company Registration number 01777777

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 7 May 1997 and made between (1) the Chargees (as owners), (2) JL Phospor Lease Co., Ltd (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.