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COMPANIES FORM No. 403a
Declaration of satisfaction
in full or in part
of mortgage or charge

403a

CHFP025

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 lettering

* Insert full name
of company

To the Registrar of Companies
(Address overleaf)

For official use Company number

1917

01777777

Name of company

BRITISH AIRWAYS PLC

I, Alan Buchanan

of Waterside, PO Box 365, Harmondsworth, UB7 0GB

† Delete as
appropriate

~~DO NOT WRITE IN THESE SPACES~~ † 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) ~~DO NOT WRITE IN THESE SPACES~~ †

Date and Description of charge † Deed of Assignment dated 27/03/97

Date of Registration § 15/04/97

Name and address of [chargee] ~~DO NOT WRITE IN THESE SPACES~~

Please see continuation sheets

‡ Insert a
description of the
instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.

Short particulars of property charged *

Please see continuation sheets

§ The date of
registration may
be confirmed
from the
certificate

* 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

3	0	0	3	2	0	0	9
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before me H. Stobbs

HELEN STOBBS, SOLICITOR OF
ADDLESHAW GODDARD LLP

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

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

Slaughter and May
One Bunhill Row,
London,
EC1Y 8YY

Ref: PJ/RWD

For official use
Mortgage section

THURSDAY



LD5

"L7U058ON"

02/04/2009

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COMPANIES HOUSE

Notes

The address for companies registered in England and Wales or Wales is:-

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

British Airways Plc (the Company)
Company Registration number: 01777777

CONTINUATION SHEET (1 of 2)

Date and Description of Charge

Deed of Assignment (Insurances) made by the Company in favour of Dia Harmony Ltd., FI Maple Leasing Ltd., JL Red Arrow Lease Co., Ltd., ORIX Voyager Corporation and Blue Avix Leasing Co., Ltd (the "Chargees"), dated 27 March 1997.

Names and Addresses of Chargees

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

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

JL Red Arrow Lease Co., Ltd.
5-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo 100-6525, Japan

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

Blue 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 747-436 Aircraft bearing manufacturer's serial number 27478 together with one or all of the four (4) Rolls-Royce RB211-524G2-T-19 aircraft engines bearing the manufacturer's serial numbers 13370, 13379, 13464 and 13114 respectively, as more particularly described in the Aircraft Lease Agreement with Purchase Option.

"Aircraft Lease Agreement with Purchase Option" means the aircraft lease agreement with purchase option in relation to the Aircraft executed and dated 27 March 1997 and made between (1) the Chargees (as owners), (2) Dia Harmony Ltd. (as representative owner) and (3) the Company (as hirer), as the same may be amended, modified, supplemented or superseded from time to time.

British Airways Plc (the Company)
Company Registration number: 01777777

CONTINUATION SHEET (2 of 2)

"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.

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