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



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

To the Registrar of Companies (Address overleaf)

For official use

Company number

01777777

* Insert full name of company

Name of company

- BRITISH AIRWAYS PLC
- I. Alan Buchanan

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

- † Delete as appropriate
- ‡ insert a description of the instrument(s) creating or evidencing the charge, eg 'Mortgage', 'Charge', 'Debenture' etc.
- § The date of registration may be confirmed from the certificate
- @ Insert brief details of property

solemnly and sincerely declare that the debt for which the charge described below was given has been paid or satisfied in (full) (1990) †

Date and Description of charge ‡ Deed of Assignment dated 18/03/97

Date of Registration § 04/04/97

Please see continuation sheets

Short particulars of property charged a Please see continuation sheets

And I make this solemn declaration conscientlously 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 before me

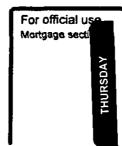
A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

HELEN STORBS, SOLICITOR OF ADOLESHAW GODDARD LLP

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

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

Ref: PJ/RWD





02/04/2009 LDS COMPANIES HOUSE

Laserform International Limited 17/99

Notes

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

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

CONTINUATION SHEET (1 of 2)

Date and Description of Charge

Deed of Assignment (Insurances) made by the Company in favour of FI Plum Leasing Ltd., Dia Happiness Ltd., JL Cradle Lease Co. Ltd. and ORIX Wing Corporation (the "Chargees"), dated 18 March 1997.

Names and Addresses of Chargees

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

Dia Happiness Ltd.

5-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo 100-6525, Japan

JL Cradle Lease Co. Ltd. 3-23, Misakicho 3-chome, Chiyoda-ku, Tokyo 101-0061, Japan

ORIX Wing Corporation

4-1, Hamamatsu-cho 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 27488 together with one or both of the two (2) General Electric GE90-85B aircraft engines bearing the manufacturer's serial numbers 900-144 and 900-149 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 18 March 1997 and made between (1) the Chargees (as owners), (2) FI Plum Leasing Ltd. (as Representative Owner (as defined in the Aircraft 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.

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

CONTINUATION SHEET (2 of 2)

"Requisition Compensation" means all moneys or other compensation form 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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