

**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

94

1777777

Name of company

* British Airways Plc

* insert full name
of companyI, Kenneth Walderof Speedbird House, Heathrow Airport (London), Hounslow, Middlesex† delete as
appropriate

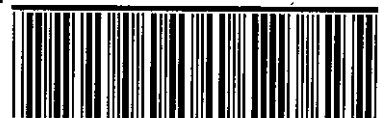
[a director] [the secretary] [the administrator] [the administrative receiver] of the above company, do

solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in **[full]** ~~[part]~~Date and Description of charge† 21st March 1991 Aircraft MortgageDate of Registration‡ 25th March 1991‡ insert a description
of the instrument(s)
creating or
evidencing the
charge, eg
'Mortgage',
'Charge',
'Debenture' etc.Name and address of [chargee] [trustee for the debenture holders] Barclays Bank PLC,
54 Lombard Street, London EC3V 9EX§ the date of
registration may be
confirmed from the
certificateShort particulars of property charged§ See attached schedule.§ insert brief
details of
propertyAnd 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 Speedbird House
Hounslow

Declarant to sign below

Middlesex TW6 2JAthe 1st day of Novemberone thousand nine hundred and ninety fivebefore me NICOLA HOGG SOLICITOROSBORNE CLARKE LONDONA Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for OathsPresenter's name address and
reference (if any):Alan Buchanan
Speedbird House (S218)
British Airways Plc (S218)
PO Box 10
Hounslow
Middlesex TW6 2JAFor official Use
Mortgage Section

Post room

PMO *P3KTJGCG* 253
COMPANIES HOUSE 09/11/95

Schedule

Short Particulars (Charge No.94)

- (a) All its present and future rights in one Boeing 747-400 aircraft G-BNLR msn 24447 (the "Aircraft");
- (b)
 - (i) Aircraft insurances in respect of all risks of physical loss or damage
 - (ii) Any Requisition Compensation and all benefits thereof
 - (iii) All warranties, contracts, leases or other agreements.

in each case in relation to the Aircraft.