COMPANIES FORM No. 403a

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



CHA 116

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

† Delete as appropriate

1 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

Ø Insert brief details of property

To the Registrar of Companies

For official use Company number 3253119

Name of company

*CWC SPVC Limited

1 CHERRY UTN HOSKING

OF ONE CANADA SQUARE, CANARY WHARF, LONDON FIX TAB [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) t

Date and Description of charge ‡ see attached schedule

Date of Registration § 11/12/96

Name and address of [chargee] [trustee for the debenture holders] European Investment Bank of 100 Boulevard Konrad Adenauer, L-2950 Luxembourg

Short particulars of property charged ø By way of legal mortgage, all Real Property (as defined) in England and Wales (excluding the LUL Real Property) now belonging to it

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.

()NE CANADA Declared at _avary WHARE

NOON E74 day of

one thousand nine hundred and CVERW 0 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

Declarant to sign below

C. Holling

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

Clifford Chance 200 Aldersgate Street London EC1A 4JJ

Ref: TS/C4042/864/DNP

For official use Mortgage section

Post room COMPANIES HOUSE 04/06/97

SCHEDULE

Date and Description of charge

Second Fixed and Floating Charge Debenture dated 22/11/96