M

CHFP016

COMPANIES FORM No. 403a

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

403a

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

Pursuant to section 403(1) of the Companies Act 1985

To the Registrar of Companies
(Address overleaf)

For official use: 7

Company number: 3049897

Name of company

* insert full name of company

* HOLLINGER AUSTRALIAN HOLDINGS

I, JAMES VAN HORN

of 41 NORMANDIE PLACE, CRANFORD, NEW JERSEY, USA

† 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]~~ †

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

Date and description of charge ‡ AS SET OUT IN THE ATTACHED COMPANY MORTGAGE DETAILS

Date of registration ¶ AS SET OUT IN THE ATTACHED COMPANY MORTGAGE DETAILS

¶ the date of registration may be confirmed from the certificate

Name and address of [chargee]~~[trustee for the debenture holders]~~ †

AS SET OUT IN THE ATTACHED COMPANY MORTGAGE DETAILS

§ insert brief details of property

Short particulars of property charged §

AS SET OUT IN THE ATTACHED COMPANY MORTGAGE DETAILS

And I make this solemn declaration conscientously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at Chicago Illinois USA

Declarant to sign below

Day Month Year

on 17 03 2005

before me Jennifer M Streff

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

Official Seal
Jennifer M Streff
Notary Public State of Illinois
My Commission Expires 03/27/07

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

STIKEMAN ELLIOTT
DAUNTSEY HOUSE
4B FREDERICK'S PLACE
LONDON EC2R 8AB
(073066.0283)

For official Use
Mortgage Section

Post room

LWD1Y3RN

LD4 0413
COMPANIES HOUSE 21/03/05

Computer Printed by CD Company Forms 07000 222123

COMPANY MORTGAGE DETAILS

Company Number: 03049897
Company Name: HOLLINGER AUSTRALIAN HOLDINGS

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Acquisition Date:

Amount Secured: ALL OBLIGATIONS (MONETARY OR OTHERWISE)OF THE DEBTOR (AS DEFINED) TO THE CHARGEE UNDER OR IN CONNECTION WITH THE AMENDED AND RESTATED CREDIT AGREEMENT, THE USSUBSIDIARY GUARANTY, LETTERS OF CREDIT OR LETTER OF CREDIT APPLICATIONS, DRAFTS, ACCEPTANCES ANY OTHER LOAN DOCUMENT ORANY OTHER DOCUMENT OR INSTRUMENT (INCLUDING ANY HEDGING AGREEMENT (AS DEFINED IN THE AMENDED AND RESTATED CREDIT AGREEMENT) ENTERED INTO WITH ANY PERSON WHO ATTHE TIME SUCH HEDGING AGREEMENT IS ENTERED INTO IS A LENDER OR ANY AFFILIATE THEREOF) EXECUTED IN CONNECTION THEREWITH,HOWSOEVER CREATED, ARISING OR EVIDENCED, WHETHER DIRECT OR INDIRECT, ABSOLUTE OR CONTINGENT, EXISTING ON OR AFTER THE 30 APRIL 1999, OR DUE TO BECOME DUE INCLUDING, WITHOUT LIMITATION, ANY POST PETITION INTEREST ACCRUING DURING ANY BANKRUPTCY REORGANISATION OF ANY DEBTOR OR OTHER SIMILAR PROCEEDING

Description: SECOND AMENDED AND RESTATED SECURITY AGREEMENT (THE "COMPANY SECURITY AGREEMENT") (AS THEREIN DEFINED)

Person Entitled: TORONTO DOMINION (TEXAS) INC

OUTSTANDING
Created: 30/04/1999 **Registered:** 18/05/1999 **Form Type:** 395

Short particulars:
ALL OF THE ACCOUNTS RECEIVABLE, SECURITIES..., CHATTEL PAPER, COMPUTER HARDWARE, CONTRACT RIGHTS, DEPOSIT ACCOUNTS, DOCUMENTS, GENERAL INTANGIBLES...ALL AS FURTHER DEFINED ON THE FORM M395. SEE THE MORTGAGE CHARGE DOCUMENT FOR FULL DETAILS