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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

To the Registrar of Companies
(Address overleaf)

For official use Company number

142

25675

Name of company

* BASS HOLDINGS LIMITED

* Insert full name
of company

I, SUSAN MCLAUGHLIN

of 137, HIGH STREET, BURTON-ON-TRENT, STAFFORDSHIRE, DE14 1JZ

† Delete as
appropriate

~~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 † 24TH OCTOBER, 2000 - PLEDGE OVER SHARES

Date of Registration § 2ND NOVEMBER, 2000

Name and address of [chargee] ~~trustee for the debenture holders~~ ABN AMRO BANK N.V.

AGENCY SERVICES/PAC AA4/30, GUSTAV MAHLERLAAN 10, P.O. BOX 283, 1000 EA,
AMSTERDAM, NETHERLANDS

Short particulars of property charged * ALL SHARES HELD BY COMPANY IN GARLAND INNS
LIMITED (NOW BASS BREWERS CAR LEASING LIMITED); RELATED DIVIDENDS/MONIES
PAYABLE

§ The date of
registration may
be confirmed
from the
certificate

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.

* Insert brief
details of
property

Declared at High St, Burton on Trent
Staffordshire

Declarant to sign below

Day Month Year
on 25 02 2002

before me

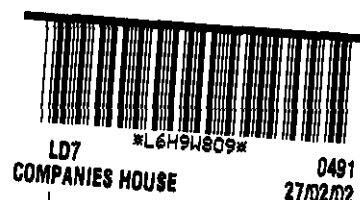
A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths

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

Slaughter and May
35 Basinghall Street
London
EC2V 5DB

5968MDXM

For official use
Mortgage section



Notes

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

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