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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

110

01235617

Name of company

* Powell Duffryn (International) Limited

* Insert full name
of company

I, Roger Gordon Lee

of Powell Duffryn House, London Road, Bracknell, Berkshire, RG12 2AQ

† Delete as
appropriate

[a director] [the secretary] ~~XXXXXX~~ † of the above company, do

solemnly and sincerely declare that the debt for which the charge described below was given has been

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

paid or satisfied in (full) ~~XXXX~~ †

Date and Description of charge † Dutch deed of pledge of shares dated 13 March 2001

Date of Registration § 28 March 2001

Name and address of [chargee] ~~XXXXXXXXXXXXXXXXXXXX~~ Deutsche Bank AG London
Winchester House, 1 Great Winchester Street, London, EC2N 2DB

§ The date of
registration may
be confirmed
from the
certificate

Short particulars of property charged a All present and future registered shares of Powell Duffryn
Holdings BV and Hamworthy Combustion Engineering BV held by the company, plus all voting rights
attached to the shares and all dividends and other payments on the shares

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.

Ø Insert brief
details of
property

Declared at Coppid Hall, Bracknell, Berkshire

Declarant to sign below



Day Month Year

15 09 2003

Before me

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

Solicitor

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

Weil, Gotshal & Manges
One South Place
London
EC2M 2WG

For official use
Mortgage section

Post room



A35
COMPANIES HOUSE

0299
24/09/03

WILSON & BERRY
SOLICITORS
COPPID HALL
WARFIELD ROAD
BRACKNELL
BERKS
DX 33602 Bracknell
Tel: (01344) 420555