

COMPANIES FORM No. 403a

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



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 (Address overleaf)

For official use Company number

2761569

'* Insert full name of company

Name of company

* United Artists Investments Limited

To the Registrar of Companies

I. Neil Smith

of United Artists Investments Limited

† Delete as appropriate [a director] [the secretary] [three administrator] [three 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

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

Date and Description of charge : New Composite Guarantee and Debenture dated 14 July 2004

Date of Registration § 28 July 2004

Name and address of [ohangee] [trustee for the debenture holders]

CIBC World Markets plc, Cottons Centre, Cottons Lane, London, SE1 2QL

§The date of registration may be confirmed from the certificate

Short particulars of property charged See continuation sheet

ø Insert brief details of property

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.

Declared at

160 GREAT PORTLLAND STREET

LONDON WIW SQA

Day Month Year

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): FRESHFIELDS BRUCKHAUS DERINGER 65 FLEET STREET, LONDON ENGLAND EC4Y IHS DX 23 LONDON/CHANCERY LANE

For official use 10/03

Mortgage section

Post room COMPANIES HOUSE

Declarant to sign below

Com 403a-1/2

SHORT PARTICULARS:

A FIRST EQUITABLE CHARGE OVER THE STOCKS, SHARES AND ANY OTHER INTERESTS OF THE COMPANY IN FRONT ROW TELEVISION LTD, ANY TELEWEST COMMUNICATIONS NETWORKS LIMITED ENTITY OR ANY JOINT VENTURE. A FIRST FLOATING CHARGE OVER ALL OTHER PRESENT AND FUTURE ASSETS OF THE COMPANY.