COMPANIES FORM No. 403a

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



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

 Insert full name of company

To the Registrar of Companies
(Address overleaf)

For official use Company number 3024703

Name of company

*NTL Cablecomms Group Limited

1, Robert Mackenzie

of NTL House, Bartley Wood, Business Park, Bartley, Hook, Hampshire RG27 9UP

† 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

[a director] (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) (CONT) †

Date and Description of charge ‡ Composite Debenture dated 13 April 2004

Date of Registration § 22 April 2004

Credit Suisse (formerly Credit Suisse First Boston) One Cabot Square, London, E14 4QJ

See Continuation Page Short particulars of property charged ø

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the G D C Meyjes, L.L.B. provisions of the fration Declarations Act 1835.

Declared at 10 Upper Church Lane Haronam

Declarant to sign below

Surray GUS 7PW lotary Public/Solicitor Month Day

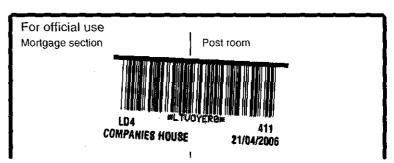
before me

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):

Fried, Frank, Harris, Shriver & Jacobson (London) LLP 99 City Road LONDON EC1Y 1AX

79550



Notes

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

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

SHORT PARTICULARS:

By way of fixed charges all right, title and interest in:

- 1) The English charged land
- 2) the tangible moveable property
- 3) The accounts
- 4) the intellectual property
- 5) any goodwill
- 6) the investments
- 7) the shares and all dividends
- 8) All monetary claims by way of assignment all right, title and interest in:
 - i. any insurance policy,
 - ii. all agreements, contracts, deeds, licences, undertakings
- iii. chattels hired, leased or rented
- iv. licences held, by way of floating charge the whole undertaking and assets not effectively charged