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CHFP010

Please do not write in
this margin

COMPANIES FORM No 403a

403a

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

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

Please complete
legibly, preferably in
black type, or bold
block letteringTo the Registrar of Companies
(address overleaf)

For official use

Company Number

Name of company

112

3290823

* Insert full name of
company

* ntl Chartwell Holdings Limited

I, Gillian Elizabeth James, on behalf of Virgin Media Secretaries Limited,
of 160 Great Portland Street, London W1W 5QA† 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 # Second Lien Pledge Agreement dated 16 June 2006

Date of registration Ø 29 June 2006

Name and address of [chargee][trustee for the debenture holders]† Deutsche Bank AG London

Winchester House, 1 Great Winchester Street, London EC2N 2DB

Ø the date of
registration may
be confirmed
from the
certificateShort particulars of property charged § All monies due or to become due from the
Company to the Chargee§ insert brief details
of propertyAnd I make this solemn declaration conscientiously believing the same to be true and by virtue of the
provisions of the Statutory Declarations Act 1835Declared at 179 Great Portland Street
London W1W 5LS

Declarant to sign below

on Day Month Year
02 04 2007

before me

A Commissioner for Oaths or Notary Public or Justice of the Peace or a Solicitor
having the powers conferred on a Commissioner for OathsFiners Stephens Innocent LLP
179 Great Portland Street
London
W1W 5LSPresenter's name, address
and reference (if any)Fried Frank Harris
Schriver & Jacobson
(London) LLP
99 City Road
London
EC1Y 1AX

For official use (02/06)

Mortgage Section

Post room

LD2 450
COMPANIES HOUSE 03/04/2007**coform**

Notes

The address of the Registrar of Companies is -

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

DX 33050 Cardiff