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

| | |3| | | | 00610095 |

Name of company

* Insert full name of company

| *Waterstone's Booksellers Limited |

I, Graham Howell

of Capital Court, Capital Interchange Way, Brentford, Middlesex TW8 0EX

† 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

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

paid or satisfied in **(full)** ~~(part)~~ †

Date and Description of charge ‡ Legal Charge dated 10 June 1999

Date of Registration §   14 June 1999

Name and address of ~~[chargee]~~ [trustee for the debenture holders] UBS AG, 2 Finsbury Avenue, London, EC2M 2PP

§ The date of registration may be confirmed from the certificate

ø Insert brief details of property

Short particulars of property charged ø Fixed and floating charges over the assets & undertakings of the company including the interest in 2 registered leases (Title nos.WM501589 & WM563715) & in an unregistered lease dated 15/9/82.
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 London, Film House, 142 Wardour   Declarant to sign below
Street, London W1V 3AU

A Commissioner for Oaths
10 Philpot Lane,
London EC3M 8BR
England
(Jeremy B Burgess)

	Day		Month		Year			
on	2	4	0	5	2	0	0	2

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):

Shearman & Sterling
Broadgate West
9 Appold Street
London
EC2A 2AP
267903.1