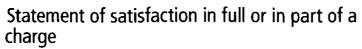
In accordance with Section 859L of the Companies Act 2006

MR04





You can use the WebFiling service to file this form online Please go to www companieshouse gov uk

✓ What this form is for You may use this form to register a statement of satisfaction in full or in part of a mortgage or charge

against a company

What this form is NOT for You may not use this form to register a statement of satis in full or in part of a mortgal charge against an LLP Use for LL MR04



17 07/03/2014 ____ COMPANIES HOUSE

#178

1	Cor	npa	ny c		5				
Company number	1	6	0	0	1	1	7	(77
Company name in full	npany name in full VIRGIN ATLANTIC AIRWAYS LIMITED (the "Company")								

Filling in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless specified or indicated by *

Charge creation •

When was the charge created?

- → Before 06/04/2013 Complete Part A and Part C
- → On or after 06/04/2013 Complete Part B and Part C

Property acquired If section 859C of the Companies Act 2006 applies, this is the date that the property was acquired

Part A Charges created before 06/04/2013

A1	Charge creation date						
Charge creation date	Please give the date of creation of the charge d 1	Property acquired If section 859C of the Companies Act 2006 applies, this is the date that the property was acquired					
A2	Description of instrument (if any)	- ·-·-					
	Please give a description of the instrument (if any) by which the charge is created or evidenced	Continuation page Please use a continuation page if you need to enter more details					
Instrument description	Deed of Assignment between the Company and the Chargee						
	The Chargee is ALG Heavylift (4267) Limited, Ugland House, PO Box 309, George Town, Grand Cayman, Cayman Islands, British West Indies						

MR04 Statement of satisfaction in full or in part of a charge

A3	Short particulars of the property or undertaking charged				
	Please give the short particulars of the property or undertaking charged	Continuation page Please use a continuation page i			
Short particulars	The Assigned Property	you need to enter more details			
	In this MR04, the following are defined terms				
	"Aircraft" means each of (1) the Boeing 747-267 aircraft with manufacturer's serial number 22872 and its associated engines, loose equipment and aircraft documents and (2) the Boeing 747-267 aircraft with manufacturer's serial number 23048, as more particularly described in Exhibit A of each Sublease				
	"Assigned Property" means all of the Company's right, title and interest in and to or, as the case may be, under (a) the benefit of the Subleases, (b) the benefit of any and all total loss proceeds received by or to which the Assignor is entitled under the Insurances, (c) to the extent not included in the foregoing, all and any proceeds of any and all of the foregoing Assigned Property				
	"Headleases" means the two leases, one in respect of each Aircraft, each dated 5 June 1998 and made between the Chargee and the Company				
	"Insurances" means the insurance cover (including any re-insurances) required to be effected in respect of the Aircraft pursuant to the Subleases				
	"Outstanding Indebtedness" means the aggregate of all sums of money whatsoever now or in the future actually due or owing tot he Chargee under the Headleases				
	"Subleases" means the two sublease agreements, one in respect of each of the Aircraft dated on or about 21 December 2001 and between the Company and the Sublessee, and				
	"Sublessee" means Air Atlanta Icelandic, a company incorporated and existing under the laws of Iceland having its principal office at Atlanta House, 270 Mosfellsbaer, Iceland				

	Statement of satisfaction in full or in part of a charge						
Part B	Charges created on or after 06/04/2013						
B1	Charge code Please give the charge code This can be found on the certificate	O Charge code					
Charge code •		This is the unique reference code allocated by the registrar					
Part C	To be completed for all charges						
C1	Satisfaction						
	I confirm that the debt for the charge as described has been paid or satisfied Please tick the appropriate box In full In part						
C2	Details of the person delivering this statement and their inter	est in the charge					
	Please give the name of the person delivering this statement						
Forename(s)	lan						
Surname	de Sousa						
	Please give the address of the person delivering this statement						
Building name/number	The Office						
Street	Manor Royal						
Post town	Crawley	-					
County/Region	West Sussex						
Postcode	R H 1 0 9 N U						
	Please give the person's interest in the charge (e.g. chargor/chargee etc)	•					
Person's interest in the charge	Company Secretary (not in his personal capacity but as an						
	officer of Virgin)						
C3	Signature	<u> </u>					
	Please sign the form here						
Signature	× WXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX						

MR04

MR04

Statement of satisfaction in full or in part of a charge

Presenter information	Important information			
You do not have to give any contact information, but if you do, it will help Companies House if there is a query on the form. The contact information you give will be	Please note that all information on this form will appear on the public record			
visible to searchers of the public record				
Contact name Company name Virgin Atlantic Airways Limited	You may return this form to any Companies House address However, for expediency, we advise you to return it to the appropriate address below			
Address The Office	For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff			
Manor Royal				
Post town Crawley	For companies registered in Scotland The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2,			
County/Region West Sussex	139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post)			
Postcode R H 1 0 9 N U				
DX U K>	For companies registered in Northern Ireland			
Telephone	The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG			
✓ Checklist	DX 481 N R Belfast 1			
We may return forms completed incorrectly or with information missing	Further information			
Please make sure you have remembered the following	For further information, please see the guidance not on the website at www companieshouse gov uk or email enquiries@companieshouse gov uk			
The company name and number match the information held on the public Register	This form is available in an			
Part A Charges created before 06/04/2013	alternative format. Please visit the			
☐ You have given the charge date ☐ You have completed the Description of instrument and Short particulars in Sections A2 and A3	forms page on the website at www.companieshouse.gov.uk			
Part B Charges created on or after 06/04/2013 You have given the charge code				
Part C To be completed for all charges ☐ You have ticked the appropriate box in Section C1 ☐ You have given the details of the person delivering this statement in Section C2 ☐ You have signed the form				
You have signed the form				