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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

[18]

00610095

Name of company

*Waterstone's Booksellers Limited (the "Company")

* Insert full name
of company

I, Graham Howell

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

† Delete as
appropriate

~~as director~~ [the secretary] ~~the administrator~~ ~~the administrative receiver~~ † of the above company, do

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

solemnly and sincerely declare that the debt for which the charge described below was given has been
paid or satisfied in (full) (part) †

Date and Description of charge † Supplemental Charge dated 22 May 1998

Date of Registration § 10 June 1998

Name and address of ~~chargee~~ [trustee for the debenture holders] UBS AG (formerly known as
Swiss Bank Corporation), 2 Finsbury Avenue, London EC2M 2PP

§ The date of
registration may
be confirmed
from the
certificate

Short particulars of property charged • Fixed and floating charge over the assets
and undertakings of the Company including the Intellectual Property of the
Company as defined in the said Supplemental Charge.

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
Street, London W1V 3AU

Declarant to sign below

Day Month Year
on

2	4	0	5	2	0	0	2
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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

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

Presenter's name, address and
reference (if any):

Shearman & Sterling
Broadgate West
9 Appold Street
London
EC2A 2AP
267907.1

For official use
Mortgage section

Post room



A16
COMPANIES HOUSE

AW7U8860

0523
28/05/02