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COMPANIES FORM No. 419a (Scot)

Application for registration of a memorandum of satisfaction in full or in part of a registered charge

419a

Please do not write in this margin

Pursuant to section 419(1)(a) of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

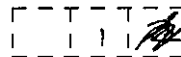
* insert full name of company

† delete as appropriate

To the Registrar of Companies
(Address overleaf)

For official use

Company number



SC121700

Name of company

* TELEWEST COMMUNICATIONS (DUMBARTON) LIMITED (FORMERLY KNOWN AS
SCOTCABLE (DUMBARTON) LIMITED)

I, VICTORIA HILLof 7 BERKELEY GARDENS, KENSINGTON, LONDON W8 4AP

[a director] [the secretary] [the liquidator] [the receiver] [the administrator] † of the company,

do solemnly and sincerely declare that the debt for which the charge described overleaf was given has
been paid or satisfied in [full] ~~[part]~~ †

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 GENESIS BUSINESS PARK
Woking

Declarant to sign below

the 26th day of July
one thousand nine hundred and nineteen
before me R.S. Taylor

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):

DUNDAS & WILSON CS
Boston House
63/64 New Broad Street
London EC2M 1JR
Tel: 0171 256 9191
Ref: BWJR/C2077.003 16.wff

For official Use

Charges Section

Post room



Particulars of the charge to which the application overleaf refers

Please do not
write in
this margin

Date of creation of the charge

13 JUNE 1994

Please complete
legibly, preferably
in black type, or
bold block lettering

Description of the instrument (if any) creating or evidencing the charge †

BOND AND FLOATING CHARGE

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

Date of Registration Ø

27 JUNE 1994

Ø the date of
registration may
be confirmed from
the certificate

Short particulars of property charged

THE WHOLE OF THE PROPERTY (INCLUDING UNCALLED CAPITAL) WHICH IS OR
MAY BE FROM TIME TO TIME COMPRISED IN THE PROPERTY AND UNDERTAKING
OF THE COMPANY

Where a **FLOATING CHARGE** is being satisfied, the following Certificate **MUST** be completed:

CERTIFICATE

I LOUISE MORT

of CANADIAN IMPERIAL BANK OF COMMERCE, COTTONS LANE, LONDON SE1 2QL

being ~~XXXXXX~~ [a person authorised to act on behalf of the creditor]† entitled to the benefit of
the floating charge specified above certify that the particulars above relating to the charge and its
satisfaction are correct.

† delete as
appropriate

Signature

L. Mort

Date

13/8/96

Note

The address of the Registrar of Companies is: -

Companies House,
37 Castle Terrace,
Edinburgh
EH1 2EB

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

REGISTER of Charges, Alterations to Charges,

COMPANY: SC121700 CHARGE: 1

(1) Date of Registration	(2) Serial Number of Document on File	(3) Date of Creation of each Charge and Description thereof	(4) Date of the aquisition of the Property	(5) Amount secured by the Charge £	(6) Short Particulars of the Property Charged	(7) Names of the Persons entitled to the Charge
27/06/1994		13/ 6/94 BOND & FLOATING CHARGE		ALL SUMS DUE, OR TO BECOME DUE	UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE OF THE COMPANY INCLUDING UNCALLED CAPITAL	CANADIAN IMPERIAL BANK OF COMMERCE AS SECURITY TRUSTEE

Memoranda of Satisfaction and Appointments etc. of Receivers

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars

COMPANY: SC121700 CHARGE: 1

(8) In the case of a floating charge, a statement of the provisions, if any, prohibiting or restricting the creation by the company of any fixed security or any other floating charge having priority over, or ranking <i>pari passu</i> with the floating charge.	(9) In the case of a floating charge, a statement of the provisions if any regulating the order in which the floating charge shall rank with any other subsisting or future floating charges or fixed securities over the property the subject of the floating charge or any part of it.	(10) Amount or rate per cent of the Commission Allowance or discount	(11) Memoranda of Satisfaction	(12) Receiver		
				Name	Date of Appointment	Date of Ceasing to act
SEE CH MICROFICHE			19/ 8/96 FULLY			