

THIS CONSOLIDATING DEFINITIVE TRUST DEED is made on the 4th day of FEBRUARY 2007

BETWEEN:

(1) **HAMMERHEAD TELEVISION FACILITIES LTD** (company number: ~~2214047~~ 468799855) whose registered office is at Unit 19, Liongate Enterprise Park, 80 Morden Road, Mitcham, Surrey CR4 4DA ("the Principal Employer")

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(2) **PAUL ANTHONY TURTLE** of Park Farm House, Evesham Road, Greet, Cheltenham, GL54 5BX and **NIGEL ALAN HOBAN** of Highgrove, Ausewell, Ashburton, Devon, TQ13 7HD ("the Continuing Trustees")

RECITALS:

- (A) This deed is supplemental to the various deeds and documents together constituting the Hammerhead TV Pension Scheme No 1 ("the Scheme") and in particular to a Definitive Trust Deed dated 30 March 1990 ("the Deed") (as amended) by virtue of which former deed, with effect from the 30 March 1990 ("the Commencement Date") benefits would be provided for and in respect of any of the employees and directors of the Principal Employer and of any other Employer to which the Scheme may be extended.
- (B) The Continuing Trustees ("the Trustees") and FPS Trustee Company Limited ("the Retiring Trustee") are the present trustees of the Scheme.
- (C) The Principal Employer wishes to remove the Retiring Trustee as a trustee of the Scheme.
- (D) By virtue of Rule 13.1 of the Deed, the Principal Employer may, with the consent of the Trustees by deed, alter or amend any of the provisions of the Scheme.
- (E) The Scheme was previously known as the Hammerhead Television Facilities Ltd Retirement Benefit Scheme. The Principal Employer and the Trustees now wish to re-name the Scheme the Hammerhead TV Pension Scheme No 1.
- (F) The Principal Employer wishes to delete and cancel the existing provisions of the Scheme and replace them with the provisions of this consolidating definitive trust deed ("the Definitive Deed") and Rules ("the Rules") and Revenue Appendix ("the Revenue Appendix") attached.

*Certified True
Copy of the Original
Nigel Alan Hoban*