

CLERICAL MEDICAL INVESTMENT GROUP

DECLARATION OF TRUST

To be completed by an Employer wishing to establish a retirement benefits scheme to be approved under ICTA 1988.
Please read the notes on the previous page for guidance in completing this Declaration of Trust.

EMPLOYER (see Note 1)	Northern Bus Company Ltd	
Employer's registered office or principal place of business	Aston, Sheffield	Postcode SS1 7JJ
PLAN (see Note 2)	The Northern Bus Retirement Benefit Scheme	
Date of Declaration (see Note 3)	10 / 10 / 96	

THIS DECLARATION OF TRUST ("the Declaration") is made on the above-stated Date of Declaration by the above-named Employer (being the Principal Employer, as referred to in the attached Rules, at the above-stated Date of Declaration) and WITNESSES as follows:-

1. The above-named Plan ("the Plan") is hereby established under irrevocable trusts with effect from the above-stated Date of Declaration ("the Commencement Date").
2. The Principal Employer hereby appoints

Trustee's Full Name (see Note 4)	Address	15 West Street, Sheffield, S31 7EE South Aston	Postcode
Michael Alan Stafford			
Trustee's Full Name (see Note 4)	Address	7 Worcester Close, Sheffield	Postcode
Duncan Forbes Roberts			S10 7JF
Trustee's Full Name (see Note 4)	Address	Aston, Sheffield	Postcode
Northern Bus Co Ltd.			SS1 7JJ

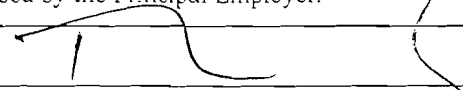
to be the first trustees of the Plan ("the Trustees" which expression shall include the trustee or trustees from time to time of the Plan).

5. The attached Rules are hereby adopted as the Rules of the Plan and the Rules shall be deemed to form part of and be read as one with the Declaration.

4. The assets of the Plan shall be held by and in the name of the Trustees.

5. The Plan shall be administered by the Trustees in accordance with the Declaration, the attached Rules and the requirements relating to (i) exempt approved schemes under Chapter I of Part XIV of ICTA 1988; (ii) preservation of benefits under section 63 and schedule 16 of the Social Security Act 1973; and (iii) equal access under Part IV of the Social Security Pensions Act 1975.

IN WITNESS whereof the Declaration is signed for and on behalf of the Principal Employer by the undersigned having been duly authorised by the Principal Employer.

Signature(s) (see Note 5)	
Full Name(s) (in block capitals)	Duncan Forbes ROBERTS
Position with Principal Employer	Chairman
If the Principal Employer is not the sole Trustee, every first Trustee must sign here (see Note 6)	