

THIS DEED OF APPOINTMENT is made on the 22 day of DECEMBER 19 92
BETWEEN SKANDIA LIFE (PENSIONS TRUSTEE) LIMITED whose registered office is
situate at Skandia House Portland Terrace Southampton SO9 7BX ("the
Trustee") of one part

AND John Edward Tierney
Worplesdon Surrey

of Conway House The Fairway

AND Susan Carol Tierney
Worplesdon Surrey

of Conway House The Fairway

("the Additional Trustees") of the other part.

WHEREAS

1. This Deed is supplemental to a Declaration of Trust ("the Master Trust") made on the 30th day of September 1982 by the Trustee for the purpose of making provision for the establishment of retirement benefits schemes as defined in Section 611 of the Income and Corporation Taxes Act 1988

2. The Resolv Computers Pension Plan ("the Scheme") was established under the Master Trust with effect from the 15th day of March 1985.

3. The Trustee is at present the sole trustee of the Scheme and the Additional Trustees currently comprise all the members of the Scheme

4. For the purpose of compliance with Regulation 2(2) of The Occupational Pension Schemes (Investment of Scheme's Resources) Regulations 1992 the Trustee wishes to:

(i) appoint the Additional Trustees as trustees of the Scheme

(ii) provide an undertaking that the requirements of Regulation 2(2)(C) of the said regulations will be incorporated in the provisions of the Master Trust as respects the Scheme