

Dated:

2014

Trust Deed

adopting replacement provisions governing

Universal Group Executive Pension Fund

Parties

1. **5G Communications Limited** (company number 03513467) whose registered office is situate at Phoenix House, Desborough Park Road, High Wycombe, Buckinghamshire, HP12 3BQ (in this deed called the 'Principal Employer')
2. **Susan Mary Holland, Sally Ann Malthouse, Simon John Best, Allan John Bedford, Jean Mary Witte, David John Coates, Philip James Holland, Michael George Holland and Graham Harry Michael Gerred** all c/o 5G Communications Limited, Phoenix House, Desborough Park Road, High Wycombe, Buckinghamshire, HP12 3BQ (in this deed called the 'Trustees')

Recitals

- (A) Universal Group Executive Pension Fund (in this deed called the 'Scheme') is a pension scheme which is currently governed by Definitive Trust Deed and Rules dated 27 February 2004 and all subsequent amending deeds, in particular the Trust Deed and Rules dated 19 October 2013 (in this deed called the 'Existing Provisions').
- (B) It is intended to replace the Existing Provisions in their entirety.
- (C) The power of alteration and amendment is set out in 14.1 of the Existing Provisions.

Operative provisions

1. Each Trustee who is a member by his execution of this deed gives his consent as a member to any and all modifications made by this deed, and confirms that he has had a reasonable opportunity to make representations to the other Trustees about the modifications, and that he is aware that the consent requirements apply in his case in respect of the modifications. Words given a specific meaning for the purposes of section 67 of the Pensions Act 1995 shall have the same meaning in this clause.
2. Pursuant to clause 14.1 of the Existing Provisions, those Existing Provisions shall cease to have effect and the Scheme shall be governed by the attached Rules with effect from the date of this deed:

PROVIDED THAT:

- 2.1 the power in Rule 14.1 (Power of Amendment) may be exercised by the Principal Employer with the consent of all the Trustees.
- 2.2 the power in Rule 7.1 (Trustees Appointment and Removal) may be exercised by the Principal Employer with the consent of all the Trustees.
3. The provisions of this deed shall have effect on and from its date.

IN WITNESS OF WHICH this document is executed as a deed and is delivered on the date stated above.

SIGNED as a deed, and delivered when dated, by

5G Communications Limited

acting by

Director Signature:

Name :

Witness Signature:

Name :

Address :

SIGNED as a deed, and delivered when dated, by

..... (Signature)

Susan Mary Holland in the presence of:

Witness Signature:

Name :

Address :

SIGNED as a deed, and delivered when dated, by

..... (Signature)

Sally Ann Malthouse in the presence of:

Witness Signature:

Name :

Address :

SIGNED as a deed, and delivered when dated, by
..... (Signature)

Simon John Best in the presence of:

Witness Signature:
 Name :
 Address :

SIGNED as a deed, and delivered when dated, by
..... (Signature)

Allan John Bedford in the presence of:

Witness Signature:
 Name :
 Address :

SIGNED as a deed, and delivered when dated, by
..... (Signature)

Jean Mary Witte in the presence of:

Witness Signature:
 Name :
 Address :

SIGNED as a deed, and delivered when dated, by
..... (Signature)

David John Coates in the presence of:

Witness Signature:
 Name :
 Address :

SIGNED as a deed, and delivered when dated, by
..... (Signature)

Philip James Holland in the presence of:

Witness Signature:
 Name :
 Address :

SIGNED as a deed, and delivered when dated, by
..... (Signature)

Michael George Holland in the presence of:

Witness Signature:
 Name :
 Address :

SIGNED as a deed, and delivered when dated, by
..... (Signature)

Graham Harry Michael Gerred in the presence
of:

Witness Signature:
 Name :
 Address :