

**DATE:**

**DEED OF ADHERENCE**

**THIS DEED** is made on

**BETWEEN:**

The Trustees of the IPM Facilities Limited Pension Fund of Daws House 33-35 Daws Lane, London NW7 4SD (the "New Shareholder")

IPM Facilities Limited whose registered office is situate at Charwell House, Wilsom Road, Alton. GU34 2PP (the "Company")

**INTRODUCTION**

- (A) The New Shareholder has subscribed for 180,000 class B shares of £1.00 each in the Company on 5 May 2015 and a further allotment of 180,000 class B shares of £1.00 each in the Company on 25 June 2016.
- (B) This Deed is entered into pursuant to an agreement (the "Shareholders' Agreement") dated between the Company and The Trustees of IPM Facilities Limited Pension Fund which is affixed to this Deed.

**NOW IT IS AGREED** as follows:

1. The New Shareholder confirms that he has received a copy of the Shareholders' Agreement and undertakes to be bound by all its terms that are capable of applying to him with effect from the date on which he is registered as a shareholder in the books of the Company
2. Nothing in this Deed shall release the Transferor of shares in the Company to the New Shareholder from any liability in respect of any obligations under the Shareholders' Agreement which were due to be performed by him before the date of this Deed.
3. This Deed shall be governed by and construed in accordance with English law and the New Shareholder submits to the jurisdiction of the English courts.

EXECUTED as a Deed on the date specified above.

Executed and Delivered as a Deed by **Mark Noakes**  
acting as Trustee of the IPM Facilities Limited Pension Fund

in the presence of:

Signature of Witness:

Name(s) of Witness:

Address of Witness:

Executed and Delivered as a Deed by  
IPM Facilities Limited

Acting by **Kim Renders**  
Director )

in the presence of:

Signature of Witness:

Name(s) of Witness:

Address of Witness: