

Dated _____

Trust Deed

**adopting replacement provisions governing the
The Loft Shop Limited Directors Pension Scheme**

Parties

James Harold Stedman, Peter Richard Stedman and Marjory Jean Stedman all of Argeles, Salt Hill Road, Chicester, PO19 3PY (in this deed called the 'Trustees')

Recitals

The Loft Shop Limited Directors Pension Scheme (in this deed called the 'Scheme') is a pension scheme which is currently governed by a definitive trust deed and rules and in particular a deed of amendment dated 28 November 2006 and all supplemental deeds (in this deed called the 'Existing Provisions').

It is intended to replace the Existing Provisions in their entirety.

The power of alteration and amendment is set out in 3.1 of the Existing Provisions.

Operative provisions

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.

Pursuant to clause 3.1 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:

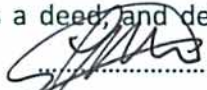
PROVIDED THAT:


3.1 the power in Rule 3.1 (Power of Amendment) may be exercised by the Principal Employer with the consent of all the Trustees.

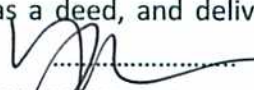
3.2 the power in Rule 4.1 (Trustees Appointment and Removal) may be exercised by the Principal Employer with the consent of all the Trustees.


The provisions of this deed shall have effect on and from its date.

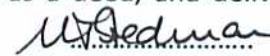
IN WITNESS OF WHICH this document is executed as a deed and is delivered on the date stated above.


SIGNED as a deed, and delivered when dated,
by  (signature)
JAMES HAROLD STEDMAN in the presence of:

Witness Signature: 
Name : KAREN PELLING
Address : 11 PHAROS QUAY
 RIVER ROAD
 LITTLEHAMPTON BN17 5BF

SIGNED as a deed, and delivered when dated,
by  (signature)
PETER RICHARD STEDMAN in the presence of:

Witness Signature: 
Name : KAREN PELLING
Address : 11 PHAROS QUAY
 RIVER ROAD
 LITTLEHAMPTON BN17 5BF

SIGNED as a deed, and delivered when dated,
by  (signature)
MARJORY JEAN STEDMAN in the presence of:

Witness Signature: 
Name : KAREN PELLING
Address : 11 PHAROS QUAY
 RIVER ROAD
 LITTLEHAMPTON
 BN17 5BF