

Deed of Removal
M M S Executive Pension Scheme

Date of Deed: 2018

Parties

1. CHEERCALL LIMITED (Company No. 04674790) whose registered office is situate at 2nd Floor Nucleus House, 2 Lower Mortlake Road, Richmond, TW9 2JA (in this Deed called the "Principal Employer")
2. RONALD MICHAEL SOUNDERS and CAROLINE WILDE both of The Old Parsonage, Church Road, Pewsey, Wiltshire, SN9 5DL (in this Deed called the "Continuing Trustees")
3. PENSIONEER TRUSTEES (LONDON) LIMITED (Company No. 01688065) whose registered office is situate at Decimal Place, Chiltern Avenue, Amersham, HP6 5FG (in this Deed called the "Outgoing Trustee")
4. REGISTERED SCHEME ADMINISTRATOR LIMITED (Company No. 09508411) whose registered office is situate at Suite 4, 1st Floor 48 Chorley New Road, Bolton, England, BL1 4AP (in this Deed called "New Scheme Administrator")

Background

- (A) M M S Executive Pension Scheme (in this Deed called the 'Scheme') is a pension scheme which is now governed by a Trust Deed and Rules dated 15 December 2011, Definitive Trust Deed and Rules dated 09 August 2016 and all additional amending deeds (in this Deed called the 'Existing Provisions').
- (B) The Outgoing Trustee is cited in the Existing Provisions as the Professional Trustee, Trustee and Scheme Administrator (for all the purposes of Part 4 of the Finance Act 2004).
- (C) The Principal Employer wishes to remove the Outgoing Trustee as a Trustee, Professional Trustee and Scheme Administrator of the Scheme in accordance with clause 17.1 of the Existing Provisions.
- (D) The Principal Employer and the Trustees wish to appoint a new Registered Administrator to the scheme for all the purposes of Part 4 of the Finance Act 2004
- (E) In this Deed (including the recitals) "Effective Date" means the date of this Deed.

Operative provisions

1. The Principal Employer in exercise of the power conferred on them by clause 17.1 of the Existing Provisions and all other powers them enabling hereby removes the Outgoing Trustee as a Trustee and Professional Trustee of the Scheme with effect from the Effective Date and the Outgoing Trustee consents

to their removal.

2. Under Clause 17.2, the removal of the Professional Trustee would also represent the Professional Trustee's removal as Scheme Administrator with effect from the same date. To ensure the continuing presence of a Scheme Administrator after the Outgoing Trustee's removal, and in accordance with clause 20.6 of the Existing Provisions, the Principal Employer, the Continuing Trustees and the Outgoing Trustee jointly appoint the New Scheme Administrator as the Scheme Administrator for all the purposes of Part 4 of the Finance Act 2004 with effect from the Effective Date. The New Scheme Administrator consents to their appointment as evidenced by the execution of the deed.
3. The Continuing Trustees agree to take all reasonable steps to remove from the Trusts of the Scheme and any of the assets of the Scheme held in the name of the Outgoing Trustee (jointly or alone), including the removal of the name of the Outgoing Trustee from any relevant registration at HM Land Registry.
4. In removing the Outgoing Trustee they are hereby discharged from all duties and liabilities as Scheme Administrator, Trustee and Professional Trustee, and the Principal Employer and Continuing Trustee agree to indemnify the Outgoing Trustee for any further liability arising in respect of the role as Scheme Administrator, with effective from the Effective 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 CHEERCALL LIMITED acting by:

Director Signature:
 Name :

Witness Signature:
 Name :
 Address:

SIGNED as a Deed, and delivered when dated, by
RONALD MICHAEL SOUNDERS in the presence of:

(signature)

Witness Signature:
 Name :
 Address:

SIGNED as a Deed, and delivered when dated, by
CAROLINE WILDE in the presence of:

(signature)

Witness Signature:
 Name :
 Address:

SIGNED as a Deed, and delivered when dated, by
PENSIONEER TRUSTEES (LONDON) LIMITED acting by

Director Signature:
 Name :

Witness Signature:
 Name :
 Address:

Executed and delivered as a deed by affixing the common seal of REGISTERED
SCHEME ADMINISTRATOR LIMITED in the presence of:

Authorised Signatory:

Name of Authorised Signatory:

Signature of Witness:

Name of Witness:

Address: