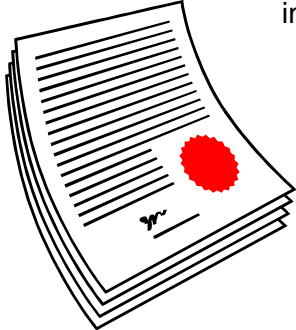


GROUP LIFE ASSURANCE PLAN

Draft Deed of Participation

The purpose of this draft deed is to admit a company as a Participating Employer in a group life assurance plan.



- Suitable where the principal employer (the sponsor) and the participating employer are Limited companies or PLCs or LLPs or Partnerships.
- Suitable if the plan is either Registered with HM Revenue & Customs under the Finance Act 2004 or Non-Registered.
- It assumes the plan has already been established by a trust deed.

Note that a Deed of Participation is needed for any other employers participating in the plan.

Important notice

This document is provided by Unum Limited as an example of the type of trust wording generally thought suitable for the above purpose. It is designed for execution in the UK in accordance with English Law.

Unum Limited wishes to make clear that it does not provide specialist documentation services relating to this type of deed. Neither Unum Limited nor its officers or employees warrant that the deed will be suitable for the individual circumstances of any client, nor that the wording of the deed will be legally effective.

Provision of this deed shall not constitute advice of any sort, whether legal or otherwise. We strongly recommend that this wording be referred to your legal advisers for vetting, tailoring to your circumstances and engrossment. You are responsible for any legal fees you incur.

Neither Unum Limited nor any of its affiliates or their respective directors, officers and employees shall be liable for any loss or damage arising out of or in any way connected with the use of the deed whether in its original form or as amended under any law or on any basis whatsoever whether contractual or otherwise, including, without limitation, any direct, indirect, incidental, special or consequential damages (such as loss of business or profits or any other financial loss). Unum Limited do not make any attempt to restrict their liability for death or personal injury caused by Unum Limited's negligence or for fraud or fraudulent misrepresentation.

The law and tax rules in relation to trust deeds are subject to change and as a result the deed may become outdated. However, Unum Limited is under no obligation to notify you of any such changes.

There are other draft Trust wordings available to help you on our website at:
<http://unum.co.uk/advisers/group-life-insurance/group-life-trust-choices/>

U032017

Reporting Requirements – if the Plan is registered with HMRC

The Scheme Administrator is responsible for filing the Event Reports, Pension Scheme Return, Accounting for Tax forms and amending Scheme Details to keep them up to date.

A company being admitted as a Participating Employer does not require reporting to HMRC.

This information is based on Unum's current interpretation of the underlying legislation that applies and which may change. We do not accept any responsibility for any loss which may arise from reliance on this information.

Deed of Participation

THIS DEED OF PARTICIPATION is made on the day set out below (the **execution date**) by the **sponsor** and the **new participating employer**. Execution of this deed confirms the **new participating employer's** participation in the **plan**.

Plan (Plan name as shown on the trust deed)	
Participation Date	

Sponsor	
Company Registration Number of the Sponsor	
Address of the Sponsor (Registered if applicable)	
New Participating Employer	
Company Registration Number of New Participating Employer	
Address of New Participating Employer (Registered if applicable)	

SUPPLEMENTAL to a trust deed (the **trust deed**) made by the **sponsor** which established the **plan** for the purpose of providing benefits on death in respect of such persons as are admitted to membership.

BACKGROUND

- (A) By virtue of the powers contained in the **trust deed** the **sponsor** has the power to admit other employers to the **plan**.
- (B) The **new participating employer** has given notice to the **sponsor** of its wish to participate in the **plan**.
- (C) The **sponsor** wishes the **new participating employer** to participate in the **plan**.

NOW THIS DEED PROVIDES as follows:

- (1) The **new participating employer** is hereby admitted to participation in the **plan** with effect from the **participation date**.
- (2) The **new participating employer** hereby agrees to be bound by the **trust deed** and undertakes to observe and abide by its provisions from time to time.

IN WITNESS whereof this Deed has been duly executed.

Execution Date
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Sponsor is Limited Company (or PLC or LLP) - if not, delete this section

<i>Signed as a deed on behalf of the sponsor by the following authorised signatories</i>	
..... Signature of Director	..... Signature of Director/ Company Secretary
..... Full name in block capitals	..... Full name in block capitals

Sponsor is Partnership - if not, delete this section

<i>Signed as a deed by the sponsor by</i>	
..... Signature	..... Signature
..... Full name of signatory in block capitals Acting as attorney of the Partners in the presence of	..... Full name of signatory in block capitals Acting as attorney of the Partners in the presence of
..... Witness' signature	..... Witness' signature
..... Full name of witness in block capitals	..... Full name of witness in block capitals

New Participating Employer is Limited Company (or PLC or LLP) - if not, delete this section

<i>Signed as a deed on behalf of the new participating employer by the following authorised signatories</i>	
..... Signature of Director	..... Signature of Director/ Company Secretary
..... Full name in block capitals	..... Full name in block capitals

New Participating Employer is Partnership - if not, delete this section

<i>Signed as a deed by the new participating employer by</i>	
..... Signature	..... Signature
..... Full name of signatory in block capitals Acting as attorney of the Partners in the presence of	..... Full name of signatory in block capitals Acting as attorney of the Partners in the presence of
..... Witness' signature	..... Witness' signature
..... Full name of witness in block capitals	..... Full name of witness in block capitals