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Our reference 01-52-00328/1486

28 May 2013

Dear Andrew

Terms of Business

I have pleasure in enclosing our Standard Terms of Business (Edition 2 – November 2012) which, together with this letter, set out the basis on which we will undertake work for you as a client of Stephenson Harwood LLP.

Stephenson Harwood LLP's objective is to provide all clients with an efficient and effective service and, in order to assist us to do this, I should be grateful if you would read carefully the Standard Terms of Business, which include important information relating to the basis on which we act for clients.

I set out in this letter certain specific matters governing our relationship with you and the particular work on which we have been instructed. In the event of any conflict between the terms of this letter and the Standard Terms of Business, the terms of this letter shall prevail.

1 Initial Instructions

You have asked us to provide on-going regulatory advice and support to the AMPS Committee. This support will include attending Committee meetings and accompanying the Committee as appropriate to meetings with the Financial Conduct Authority (FCA). We will also provide tactical advice on your interactions with the FCA and technical advice on correspondence and communications on regulatory matters of concern to the Committee.

2 Responsibility for Your Affairs

As you will see from paragraph 3 of the Standard Terms of Business, we appoint a Relationship Partner for each client. I will be the assigned partner for this matter. Day to day conduct of the matter will be the responsibility of Noline Matemera who will keep you informed about progress. Should any aspect of these arrangements change, I will let you know as soon as possible.

Hourly rates

In this matter, we will be charging you at hourly rates.

The current hourly rates (exclusive of VAT) applicable to this matter are:

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Stephenson Harwood LLP is a limited liability partnership registered in England and Wales with registered number OC373597. It is authorised and regulated by the Solicitors Regulation Authority. A list of the members and their professional qualifications is open for inspection at the firm's principal office, 1 Finsbury Circus, London EC2M 7SH.

The term "partner" is used to refer to a member of Stephenson Harwood LLP. VAT number GB 243 3939 54.

Offices

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Associated offices

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Jakarta
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STEPHENSON HARWOOD

Charlotte Hill, Partner - £640

Noline Matemera, Senior Associate- £510

Mid-level Associates - £435-£490 depending on level of qualification

Junior Associates - £330-£400, depending on level of qualification

Trainees - £195

These rates will apply until 1 May 2014, following which we reserve the right to review and amend the rates, upon notice to you.

Disbursements

We will charge additionally for disbursements which we incur.

Bills

We will render bills no less than monthly.

3 Professional Liability and Quality Assurance

Your attention is drawn to sections 19 and 20 of the Standard Terms of Business which confirm that we will perform our work for you with reasonable care and skill but which also set out certain limitations on our liability. If you wish to discuss these limitations, we shall be pleased to do so. For the purposes of section 20(d) our aggregate liability in respect of this matter shall not exceed £3 million.

Your attention is also drawn to section 22 of the Standard Terms of Business which explains how we handle complaints should an issue arise about the service we provide.

4 Conflicts of Interest

I can confirm that we have carried out our internal conflict search and that to the best of our knowledge and belief at this time we have no conflict of interest which would affect our acting for you in this matter.

6 Anti-Money Laundering

As you may be aware, the UK Money Laundering Regulations 2007 impose requirements regarding identification of new clients. We require the identity of all new clients to be established to our satisfaction and we cannot continue to act for you until this has been done.

We have carried out the necessary checks and we are confident of AMPS' identity and constitution.



STEPHENSON HARWOOD

From time to time we may need to require you to confirm that the information provided remains correct or otherwise to update it.

Yours sincerely

Charlotte Hill
Partner

I/We agree the terms of the above letter (including the Standard Terms of Business)

Signed.....

Dated.....12/6/13.....

Name.....~~Andrew Roberts~~
Andrew Chapman

Enc: Standard Terms of Business