Dated

Deed of participatioN

relating to

the moore stephens PensionS master trust

between

(1) moore stephens llp

(2) stephen nicholas humphreys

ps independent trustees limited

tim harries

(3) [*Insert details of new participating employer*]

**THIS DEED OF PARTICIPATION** is made on of [ ].

Parties

1. **MOORE STEPHENS LLP** a limited liability partnership (registered number OC313071) whose registered office is 150 Aldersgate Street, London, EC1A 4AB (the "**Establishing Employer"**).
2. **PS INDEPENDENT TRUSTEES LIMITED** (registered number **3021321) whose registered office is** 11 Strand, London WC2N5HR, **STEPHEN NICHOLAS HUMPHREYS of 150 Aldersgate Street, London, EC1A 4AB and TIM HARRIES of the above registered office for PS Independent Trustees Limited (the "Trustees").**
3. [FULL COMPANY NAME] incorporated and registered in England and Wales with company number [NUMBER] whose registered office is at [REGISTERED OFFICE ADDRESS] (New Employer).

Background

1. The Moore Stephens Pensions Master Trust (the **"Master Trust"**) was established and is governed by a Definitive Deed and Rules dated 14th September 2015 (the **"Definitive Deed and Rules"**).
2. The Establishing Employer is the Establishing Employer for all of the purposes of the Master Trust.
3. The Trustees are the present trustees of the Scheme.
4. Rule 13 of the Definitive Deed and Rules provides that the Establishing Employer may by deed, with the written consent of the Trustees, admit a company or other body or other person to participation in a Section of the Master Trust as an Employer on any terms and conditions as the Establishing Employer agrees with such company or such other body or such other person.
5. The Establishing Employer has agreed to admit the New Employer to participate in the Scheme as an Employer on the terms set out in this deed.

Operative part

# Interpretation

The following definitions and rules of interpretation apply in this deed.

## Unless the context otherwise requires terms left undefined in this deed will have the meaning given to them in the Definitive Deed and Rues.

# Admission as an Employer

## With effect from [DATE], the Establishing Employer admits the New Participating Employer as a Participating Employer in the Scheme on the basis that it will establish its own Section of the Master Trust.

## The Trustees consent to the admission of the New Participating Employer Establishing as a Participating Employer in the Scheme on the basis set out in this deed.

## The New Participating Employer covenants with the Trustees that it will discharge all duties and obligations imposed upon it as an Employer under the Definitive Deed and Rules.

# Governing law

This deed is governed by and interpreted according to the laws of England and Wales. The parties to this deed submit to the exclusive jurisdiction of the courts of England and Wales.

**4.** **THIRD PARTY RIGHTS**

No person has any right to enforce any provision of this deed by virtue only of the Contracts (Rights of Third Parties) Act 1999.

**5. COUNTERPARTS**

This deed may be executed in one or more counterparts, but shall not be deemed to be executed until each party has executed at least one counterpart. Each counterpart shall constitute an original of this deed, but all the counterparts shall together constitute one and the same deed.

This document has been executed as a deed and is delivered and takes effect on the date stated at the beginning of it.

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| |  |  |  |  | | --- | --- | --- | --- | | **EXECUTED** as a **DEED**  (but not delivered until dated) by  **MOORE STEPHENS LLP** | |  | | |  | |  | | Member ……………………………….. | | in the presence of | |  | |  | | Witness’s signature |  | | | Name |  | | | Address |  | | |  |  | | |  |  | | | Occupation |  | |  |  |  |  |  |  |  |  |  |  | | --- | --- | --- | --- | --- | --- | --- | --- | --- | | **EXECUTED** as a **DEED**  (but not delivered until dated) by  **PS INDEPENDENT TRUSTEES LIMITED**  acting by two Directors or  a Director and the Secretary: | | |  | |  | | : |  | |  | | |  | | Director | |  | Director | |  | | |  | |  | |  | |  | | |  | | Director/Secretary | |  |  | Director/Secretary | | **SIGNED** as a **DEED**  (but not delivered until dated) by  **STEPHEN NICHOLAS HUMPHREYS**  in the presence of: | |  | |  | | | Witness’s signature |  | | | | Name |  | | | | Address |  | | | |  |  | | | |  |  | | | | Occupation |  | | | | ………………………..  Member  …………………………….  Director  …………………………………  Director/Secretary  ………………………… |
| **SIGNED** as a **DEED**  (but not delivered until dated) by  **TIM HARRIES**  in the presence of: | ………………………… |
| |  |  | | --- | --- | | Witness’s signature |  | | Name |  | | Address |  | |  |  | |  |  | | Occupation |  | |  |
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| **EXECUTED** as a **DEED**  (but not delivered until dated) by  **INSERT NAME OF EMPLOYER**  in the presence of: | ………………………… |
| |  |  | | --- | --- | | Witness’s signature |  | | Name |  | | Address |  | |  |  | |  |  | | Occupation |  | |  |

[The signing block for the participating employer will need to reflect how each company’s Articles allow them to sign Deeds (i.e. 2 directors, 1 director/co.sec etc, or just ‘witnessed by’).]