

## 1. **PRINCIPAL TRUST DEED**

The following amendment shall be made to the Principal Trust Deed:

- 1.1 Clause 6.2 (*Post-Enforcement*) of the Principal Trust Deed shall be amended by inserting the words “The Trustee shall give notice as soon as is reasonably practicable to Fitch Ratings Ireland Limited. (in accordance with the relevant Offering Circular Supplement) of any payment made by the Trustee in accordance with this Clause 6.2.” after the words “satisfaction of the costs, charges, expenses and liabilities and the remuneration of the Trustee.”.
- 1.2 The following new sub-clauses shall be added at the end of Clause 7.1(o) (*Restrictions*):

“(xv) establish any branch or other establishments (being any place of operations where a company carries on a non-transitory economic activity with human means and goods as defined in Article 2(10) of the Regulation (EU) 2015/848 of the European Parliament and of the Council on Insolvency Proceedings (the “**Insolvency Regulation**”) and the Insolvency Regulation as it forms part of “retained EU law”, as defined in the European Union (Withdrawal) Act 2018 (the “**UK Insolvency Regulation**”) in any jurisdiction other than its jurisdiction of incorporation and the Issuer shall procure that the country in which a majority of its directors are resident (for tax and other purposes), the place at which the meetings of its directors are held, its registered office and its centre of main interest, as each such term is defined in the Insolvency Regulation and the UK Insolvency Regulation, is in its jurisdiction of incorporation;

(xvi) establish a place of business in England and Wales or have an establishment within the meaning of that term as used in the Insolvency Regulation and the UK Insolvency Regulation.”.
- 1.3 The following new sub-clauses shall be added at the end of Clause 7.1(p) (*Residence*):

“(iii) maintain its centre of main interest, as such term is defined in Article 3 of the Insolvency Regulation and the UK Insolvency Regulation, in its jurisdiction of incorporation.”