

Dated

14 November

2019

CERTIFIED A TRUE AND COMPLETE
COPY OF THE ORIGINAL

DATE: 17/12/2019.

SOLICITOR'S REFERENCE: 5401

BURGES SALMON LLP

One Glass Wharf, Bristol BS2 0ZX

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Regulation Authority

DEED OF APPOINTMENT OF TRUSTEE OF THE AVX LIMITED PENSION SCHEME

AVX LIMITED (1)

ROBERT JOHN LAWRENCE (2)
MARTHA HELEN MCCANN
SIMON HOWARD CUNDAY
PETER FENWICK
NICHOLAS RODGER BIRKETT
MICHAEL EDWARD HUFNAGEL
WILBERT MCILMOYLE

and

DALRIADA TRUSTEES LIMITED (3)

14 November

BETWEEN:

- (1) **AVX LIMITED** (company no. 01235639) whose registered office is at Prospect House, 6 Archipelago, Lyon Way, Frimley, Surrey, GU16 7ER (the "**Principal Employer**");
- (2) **ROBERT JOHN LAWRENCE** of 9 The Chine, Farnham, Surrey, GU10 4NN, **MARTHA HELEN MCCANN** c/o AVX Limited, Hillmans Way, Coleraine, County Londonderry, BT52 2DA, **SIMON HOWARD CUNDAY** of 10 Elm Park, Paignton, Devon, TQ3 3QH, **PETER FENWICK** of Somers Gold, Broad Path, Stoke Gabriel, Devon, TQ9 6SQ, **NICHOLAS RODGER BIRKETT** of Stoneystacks, Wiltshire Avenue, Crowthorne, Berkshire, RG45 6NR, **MICHAEL EDWARD HUFNAGEL** c/o 1 AVX Boulevard, Fountain Inn, South Carolina, 29644, USA and **WILBERT MCILMOYLE** of 31 Movilla Road, Portstewart, BT55 7DW (the "**Continuing Trustees**"); and
- (3) **DALRIADA TRUSTEES LIMITED** (company no. NI038344) whose registered office is at Linen Loft, 27-37 Adelaide Street, Belfast, Northern Ireland, BT2 8FE (the "**New Trustee**").

Background

- 1 This deed is supplemental to the definitive deed (the "**Trust Deed**") and rules dated 20 September 1991 (as amended) made between the Principal Employer (1) and the then trustees (2) by which the AVX Limited Pension Scheme (the "**Scheme**") is currently governed.
- 2 The Principal Employer is the current principal employer of the Scheme.
- 3 The Continuing Trustees are its current trustees.
- 4 By Clause 16 (a) and Clause T1 of the Trust Deed (Clause T1 applies to the Scheme by virtue of amendments made by the amending deed dated 8 November 2002), the power to appoint additional trustees of the Scheme is vested in the Principal Employer of the Scheme. The effective date of any such appointment may be retrospective or prospective.
- 5 The Principal Employer wishes to confirm the appointment of the New Trustee as trustee of the Scheme with effect on and from 21 October 2019 (the "**Effective Date**").
- 6 The New Trustee has consented to act as trustee of the Scheme.

Operative provisions

- 1 This deed takes effect on the Effective Date.
- 2 The Principal Employer in exercise of its power under Clause 16 (a) and Clause T1 of the Trust Deed and other enabling powers (statutory or otherwise), appoints the New Trustee as trustee of the Scheme to act jointly with the Continuing Trustees.
- 3 The New Trustee has consented to act as trustee of the Scheme.
- 4 The Continuing Trustees acknowledge the appointment of the New Trustee.
- 5 If any of the property subject to the trusts of the Scheme does not vest in the Continuing Trustees and the New Trustee by virtue of the Trustee Act 1925, the Continuing Trustees and the New Trustee agree to take the steps required to transfer it into the names of the Continuing Trustees and the New Trustee.
- 6 This deed may be signed in any number of counterparts and this has the same effect as if the signatures on counterparts were on a single copy of this deed. Each counterpart,

when executed and delivered, shall constitute an original of this deed, but all the executed and delivered counterparts shall together constitute a single instrument.

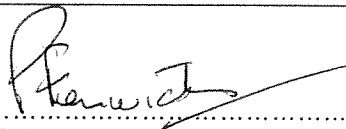
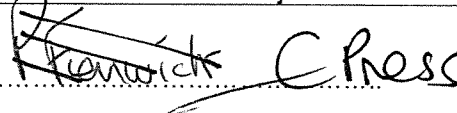
This document has been executed as a deed and is delivered on the date stated at the beginning of it.

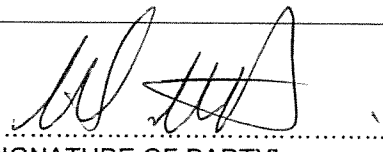

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| Executed as a deed by AVX LIMITED acting by [INSERT NAME] MICHAEL HUFNAGEL a director in the presence of: [SIGNATURE OF WITNESS] Name of witness [IN BLOCK CAPITALS] Address of Witness Occupation of Witness | Michael Hufnagel [SIGNATURE OF DIRECTOR] Director C. Press CHRISTINA PRESS MERCER, BEDFORD HOUSE, BT2 7DX CONSULTANT |
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| Signed as a deed by ROBERT JOHN LAWRENCE in the presence of: | R. Lawrence [SIGNATURE OF PARTY] |
| Signature of Witness Name of Witness [IN BLOCK CAPITALS] Address of Witness Occupation of Witness | C. Press CHRISTINA PRESS MERCER, BEDFORD HOUSE, BT2 7DX CONSULTANT |


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| Signed as a deed by MARTHA HELEN MCCANN in the presence of: | <i>Martha Cann</i> [SIGNATURE OF PARTY] |
| Signature of Witness | <i>CROSS.</i> |
| Name of Witness [IN BLOCK CAPITALS] | <i>CHRISTINA PRESS</i> |
| Address of Witness | <i>MERCER, BEDFORD HOUSE, BT2 7DX</i> |
| Occupation of Witness | <i>CONSULTANT</i> |

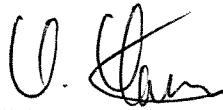

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| Signed as a deed by SIMON HOWARD CUNDAY in the presence of: | <i>Simon Cunday</i> [SIGNATURE OF PARTY] |
| Signature of Witness | <i>CROSS.</i> |
| Name of Witness [IN BLOCK CAPITALS] | <i>CHRISTINA PRESS.</i> |
| Address of Witness | <i>MERCER, BEDFORD HOUSE, BT2 7DX.</i> |
| Occupation of Witness | <i>CONSULTANT</i> |

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|---|---|
| Signed as a deed by PETER FENWICK in the presence of: |  [SIGNATURE OF PARTY] |
| Signature of Witness |  |
| Name of Witness [IN BLOCK CAPITALS] | CHRISTINA PRESS |
| Address of Witness | MERCER, BEDFORD HOUSE BT2 7DX |
| Occupation of Witness | CONSULTANT |

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| Signed as a deed by NICHOLAS RODGER BIRKETT in the presence of: |  [SIGNATURE OF PARTY] |
| Signature of Witness |  |
| Name of Witness [IN BLOCK CAPITALS] | CHRISTINA PRESS |
| Address of Witness | MERCER, BEDFORD HOUSE, BT2 7DX |
| Occupation of Witness | CONSULTANT |

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| Signed as a deed by MICHAEL EDWARD HUFNAGEL in the presence of: |  [SIGNATURE OF PARTY] |
| Signature of Witness Name of Witness [IN BLOCK CAPITALS] Address of Witness Occupation of Witness | CROSS CHRISTINA PRESS MERCER, BEDFORD HOUSE, BT2 7DX CONSULTANT |

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|---|---|
| Signed as a deed by WILBERT MCILMOYLE in the presence of: |  [SIGNATURE OF PARTY] |
| Signature of Witness Name of Witness [IN BLOCK CAPITALS] Address of Witness Occupation of Witness | CROSS CHRISTINA PRESS MERCER, BEDFORD HOUSE, BT2 7DX CONSULTANT |

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| <p>Executed as a deed by DALRIADA TRUSTEES</p> <p>LIMITED acting by:</p> <p>Name: VASSOS VASSOU</p> <p>[IN BLOCK CAPITALS]</p> <p>Name: ADRIAN KENNETT</p> <p>[IN BLOCK CAPITALS]</p> | <p> [SIGNATURE OF FIRST DIRECTOR] Director</p> <p> [SIGNATURE OF SECOND DIRECTOR OR SECRETARY] [Director OR Secretary]</p> |
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