



**dated** 4 November 2019

**Sovereign Housing Association Limited**

and

**Prudential Trustee Company Limited**

and

**Sovereign Housing Capital Plc**

## **Accession Memorandum**

### **EXECUTION VERSION**

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**trowers & hamlins**

# Accession Memorandum

Dated 4 November

2019

## Parties

- (1) **Sovereign Housing Association Limited**
- (2) **Prudential Trustee Company Limited**
- (3) **Sovereign Housing Capital Plc**

This Deed dated 4 November 2019, is supplemental to a security trust deed (the **Security Trust Deed**) dated 31 March 2006 as supplemented, amended, novated and restated (from time to time) between, among others, the parties therein listed.

Words and expressions defined in the Security Trust Deed have the same meaning when used in this Deed.

- 1 Sovereign Housing Capital Plc (the **Instructing Party** and the **Additional Beneficiary**) hereby agrees with each other person who is or who becomes a party to the Security Trust Deed that with effect on and from the date hereof it will become a party to, observe and be bound by the Security Trust Deed as an Instructing Party and Beneficiary in respect of the following Designated Document:

Bond Loan Agreement dated on or around 4 November 2019 (the **Bond Loan Agreement**) between the Additional Beneficiary, the Security Trustee and the Borrower relating to a £375,000,000 credit facility for the Borrower provided by the Additional Beneficiary as the same may be amended, novated, replaced, restated, supplemented or varied from time to time.

- 2 For the avoidance of doubt, the Additional Liabilities under the Bond Loan Agreement will be treated separately to, and not aggregated with, the Additional Liabilities pursuant to each of the bond loan agreements dated 10 September 2009 and 1 June 2012 between Prudential Trustee Company Limited, Sovereign Housing Association Limited and Sovereign Housing Capital Plc.

- 3 The Instructing Party of the Additional Beneficiary is Sovereign Housing Capital Plc of Woodlands, 90 Bartholomew Street, Newbury, Berkshire, RG14 5EE.

- 4 The address for notices of the Additional Beneficiary and the Instructing Party for the purposes of clause 13 of the Security Trust Deed is:

Woodlands  
90 Bartholomew Street  
Newbury  
Berkshire  
RG14 5EE

- 5 This Deed shall be read as one with the Security Trust Deed so that any reference therein to "this deed" and similar shall include and be deemed to include this Deed.

- 6 This Deed may be executed in any number of counterparts, all of which taken together shall constitute one and the same agreement, and any party may enter into this Deed by executing a counterpart.
- 7 **This Deed** and any non-contractual obligations arising out of or in connection with it are governed by English law.

**Signatures**

the common seal of )

**SOVEREIGN HOUSING ASSOCIATION LIMITED** )

was hereunto affixed in the presence of: )



*[Handwritten signature]*

MARK WASHNER

Authorised signatory

*[Handwritten signature]*

GRAEME GILBERT

Authorised signatory

**EXECUTED as a DEED** )  
by affixing **THE COMMON SEAL** of )  
**PRUDENTIAL TRUSTEE COMPANY LIMITED** )  
in the presence of )

Sealing Officer

**EXECUTED as a DEED by** )  
**SOVEREIGN HOUSING CAPITAL PLC** )  
**acting by** )  
acting under the authority )  
of the Company in the presence of )

*[Handwritten signature]*

Witness's signature *[Handwritten signature]* .....

Name: *GRAEME GILBERT*

Address: *38 St Andrews Road,  
RG9 1JB*

Occupation: *Treasury Director*

Address: Sovereign Housing capital Plc, Woodlands, 90 Bartholomew Street Newbury, Berkshire  
RG14 5EE  
Fax: 01635 572 225  
Attention: Company Secretary

**Signatures**

the common seal of )

**SOVEREIGN HOUSING ASSOCIATION LIMITED** )

was hereunto affixed in the presence of: )

Authorised signatory

Authorised signatory

**EXECUTED as a DEED** )  
by affixing **THE COMMON SEAL** of )  
**PRUDENTIAL TRUSTEE COMPANY LIMITED** )  
in the presence of )



D W Thevathason



Sealing Officer

**EXECUTED as a DEED by** )  
**SOVEREIGN HOUSING CAPITAL PLC** )  
**acting by** )  
acting under the authority )  
of the Company in the presence of )

Witness's signature .....

Name:

Address:

Occupation:

Address: Sovereign Housing capital Plc, Woodlands, 90 Bartholomew Street Newbury, Berkshire  
RG14 5EE  
Fax: 01635 572 225  
Attention: Company Secretary