

### 3.2 FORM OF DEED OF TERMINATION

**THIS DEED OF TERMINATION** is made on the ..... day of ..... 20.....

**BETWEEN -**

- (1) \* [insert full name of Lender] (registered in [England] number \*) whose registered office is at [*if an individual or partnership* of] \* (“the **Lender**”).
- (2) \* [insert full name of Borrower] (registered in [England] number \*) whose registered office is at [*if an individual or partnership* of] \* (“the **Borrower**”).
- (3) **The Financial Conduct Authority Limited** whose registered office is at 25 The North Colonnade, Canary Wharf, London, E14 5HS (“**the FCA**”).

**WHEREAS -**

A subordinated loan agreement was entered in between the Lender (1); the Borrower (2); and the FCA (3) on [date] (“the Agreement”) pursuant to which the Lender agreed to make available to the Borrower a [Loan/Facility] of up to [£ ]. [insert brief details of any Variations] The parties to the Agreement now wish to terminate the Agreement.

**IT IS AGREED THAT -**

1. The Agreement shall be deemed terminated [in accordance with its terms] with effect from [the date of this Deed of Termination/insert relevant future date]. All obligations and liabilities arising before that date shall remain continuing.
2. This Deed is governed by English Law.

IN WITNESS WHEREOF this Deed has been executed by the parties and is intended to be and is hereby delivered on the date first above written.

Executed as a deed by [full name of Lender]

.....

Signed .....  
Director

Signed .....  
Director/Secretary

*or*

Signed as a deed by  
[full names of individual partners of Lender]

(as such partners and as individuals)

Signed .....  
Partner

Signed.....  
Partner/Witness

*or*

Signed as a deed by [full name of Lender]  
*(if an individual)*

Signed.....

in the presence of

Signed.....  
Witness

Executed as a deed by [full name of Borrower]

..... Signed .....  
Director

Signed .....  
Director/Secretary

*or*

Signed as a deed by [full names of individual partners of Borrower] (as such partners and as individuals)

Signed.....  
Partner

Signed.....  
Partner/Witness

*or*

Signed as a deed by [full name of Borrower] (if an individual)

Signed.....

in the presence of

Signed.....  
Witness

The Common Seal of THE FINANCIAL CONDUCT AUTHORITY LIMITED was hereunto affixed in the presence of

Signed .....  
Authorised Signatory

Signed .....  
Authorised Signatory