



UNION BANCAIRE PRIVÉE

Form of Adherence Letter

Geneva, July 23rd, 2009
International Swaps and Derivatives Association, Inc.
Send to: smallbang@isda.org

Dear Sirs,

2009 ISDA Credit Derivatives Determinations Committees, Auction Settlement and Restructuring CDS Protocol - Adherence

The purpose of this letter is to confirm our adherence to the 2009 ISDA Credit Derivatives Determinations Committees, Auction Settlement and Restructuring CDS Protocol as published by the International Swaps and Derivatives Association, Inc. on July 14, 2009 (the **July 2009 Protocol**). This letter constitutes, as between each other July 2009 Adhering Party and us, an Adherence Letter as referred to in the July 2009 Protocol. The definitions and provisions contained in the July 2009 Protocol are incorporated into this Adherence Letter, which will supplement and form part of each Protocol Covered Transaction (now or in the future) entered into between us and each other July 2009 Adhering Party.

If we are not a March 2009 Adhering Party as of the date hereof, this letter also (i) confirms our adherence to the 2009 ISDA Credit Derivatives Determinations Committees and Auction Settlement CDS Protocol published by ISDA on March 12, 2009 (the **March 2009 Protocol**), and (ii) constitutes, as between each March 2009 Adhering Party that is not a July 2009 Adhering Party and us, an "Adherence Letter" for purposes of, and as defined in, the March 2009 Protocol. This letter will supplement and form part of each "Protocol Covered Transaction" (as that term is defined in the March 2009 Protocol) (now or in the future) entered into between us and each other March 2009 Adhering Party.

1. Specified Terms

As between each other July 2009 Adhering Party and us, the amendments in Schedule 1 of the July 2009 Protocol shall apply to Protocol Covered Transactions to which we are a party in accordance with the terms of the July 2009 Protocol.

As between each March 2009 Adhering Party that is not a July 2009 Adhering Party and us, the amendments in Schedule 1 of the March 2009 Protocol shall apply to "Protocol Covered Transactions" (as that term is defined in the March 2009 Protocol) to which we are a party in accordance with the terms of the March 2009 Protocol.

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the July 2009 Protocol and March 2009 Protocol, as applicable, and accordingly we waive any rights and hereby release ISDA from any claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the July 2009 Protocol and March 2009 Protocol, as applicable, or any actions contemplated as being required by ISDA.

3. DTCC Account Number

For purposes of electronic matching and counterparty recognition, our DTCC Account Number is as follows, but you understand and agree that our failure to provide any such details pursuant to this Adherence Letter will not affect the legal validity and binding nature of the July 2009 Protocol and March 2009 Protocol, as applicable, with respect to us:

UNION BANCAIRE PRIVÉE

Geneva

Rue du Rhône 96-98 | P.O. Box 1320 | 1211 Geneva 1, Switzerland
Tel. +41 58 819 21 11 | Fax +41 58 819 22 00
ubp@ubp.ch | www.ubp.ch



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DTCC Account Number: non applicable

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Union Bancaire Privée
Address: 96-98 rue du Rhône, CP 1211 Geneva 1, Switzerland
Telephone: +4158 819 3033
Fax: 4158 819 819 3971
Carlo BERNHARD
E-mail: ber@ubp.ch

We consent to the publication of a conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully,

Union Bancaire Privée, UBP¹

By:

Table with 2 columns and 3 rows. Row 1: Name: Carlo Bernhard | Name: Maurice Munoz. Row 2: Title: Senior Vice President | Title: Senior Vice President. Row 3: Signature: Carlo Bernhard | Signature: Maurice Munoz.

¹ Specify legal name of Adhering Party.

If you are an Agent and act on behalf of multiple Clients, you may sign the Adherence Letter using one of three options.

First, if you have the authority to adhere to this July 2009 Protocol as Agent on behalf of all Clients, you may indicate the following in the signature block: "[Investment/Asset Manager], acting on behalf of the clients, investors, funds, accounts and/or other principals listed in the relevant Governing Master Agreement (or other agreement which deems a Governing Master Agreement to have been created) entered into between it (as Agent) and another July 2009 Adhering Party on or prior to January 31, 2011" or such other language that indicates the Clients to which this letter is applicable.

Second, if you have the authority to adhere to this July 2009 Protocol as Agent on behalf of certain Clients only, you may include with the Adherence Letter an attachment that names each Client. If you cannot or do not wish to name such Clients, then provided that you can identify the adhering Clients by way of specific identifiers which will be known and recognized by all other July 2009 Adhering Parties with which the relevant Clients have entered into Protocol Covered Transactions, you may identify such Clients using specific identifiers and without including any names.

Third, if you do not have the authority to adhere to this July 2009 Protocol as Agent on behalf of certain Clients but wish to adhere to this July 2009 Protocol on behalf of all other Clients, you may indicate the following in the signature block: "[Investment/Asset Manager], acting on behalf of the clients, investors, funds, accounts and/or other principals listed in the relevant Governing Master Agreement (or other agreement which deems a Governing Master Agreement to have been created) entered into between it (as Agent) and another July 2009 Adhering Party on or prior to January 31, 2011, unless the relevant July 2009 Adhering Parties agree prior to the Implementation Date that a particular client, investor, fund, account or other principal is not a July 2009 Adhering Party for purposes of this July 2009 Protocol".

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