

Contact

Your reference

29 September 1998

International Swaps and Derivatives Assn. Inc.  
1 New Change  
London  
EC4M 9QQ

**Commercial Union  
Assurance Company plc**

St. Helen's, 1 Undershaft  
London EC3P 3DQ  
Telephone 0171-283 7500  
Telex 887626 CUACO G  
DX505 London/City EC3

Dear Sirs,

**RE: EMU PROTOCOL - ADHERENCE**

The purpose of this letter is to confirm our adherence to the ISDA EMU Protocol as published by the International Swaps and Derivatives Association, Inc. on 6 May, 1998 (the "Protocol"). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the protocol are incorporated into this Adherence Letter, which supplements and forms part of each ISDA Master Agreement between us and each other Adhering Party.

**1. Specified Terms**

Annex 1	ISDA EMU Continuity provision	Applicable
Annex 2	Price Sources	Applicable
Annex 3	Payment Netting	Applicable
Annex 4	EMU Definitions	Applicable
Annex 5	Bond Options	

**2. Appointment as Agent and Release**

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, 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 protocol or any actions contemplated as being required by ISDA,

3. **Payment**

We enclose payment of US \$500, or represent that we have previously made payment of that amount to you, in respect of our adherence to the EMU Protocol.

4. **Contact Details**

Our contact details for purposes of this Adherence Letter are:

Mrs Kirstine Cooper  
Group Legal Manager  
CGU plc  
PO Box 240  
1 Undershaft  
London  
EC3P 3DQ

Tel. No. 0171 283 7500 ext. 26646

Fax. No. 0171 662 7295

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

Yours faithfully,  
Commercial Union Assurance Company plc

**Ralph Coyle**  
**Deputy Secretary**