

**FAO The Tax Division
Association for Financial Markets in Europe
St. Michael's House
1 George Yard
London
EC3V 9DH
United Kingdom**

28th February 2013

Dear Sirs

AFME Italian Financial Transactions Tax Protocol – Adherence Letter

1. ADHERENCE

The purpose of this letter is to declare our adherence and that of each other party whose name is listed in paragraph 2 below (for whom we act as agent for the purposes of this Adherence Letter), to the AFME Italian Financial Transactions Tax Protocol (the *Protocol*).

By executing this letter, we make the representations set out in paragraph 5.1 of the Protocol and confirm our intention to be bound by the terms of the Protocol as amended from time to time. 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.

2. PARTIES TO WHOM THIS ADHERENCE LETTER APPLIES

Goodbody Stockbrokers, Ballsbridge Park, Ballsbridge, Dublin 4, Ireland¹ BIC Code GDBSIE21004, Central Bank of Ireland C759, Euroclear 10130, DTC 901

Each party listed above shall be a separate Adhering Party.

¹ This must include the entity writing this letter. If the Protocol is to apply only to one or more branches of each legal entity, please make this clear and specify which branch or branches. Branches that are located in jurisdictions which do not have an agreement with Italy for the purposes of the exchange of information and the assistance in the collection of tax credits (which are expected to be listed in a forthcoming specific decision of the Director of the *Agenzia delle Entrate*) are excluded from the definition of Investment Services Provider and Adhering Party.

3. APPOINTMENT AS ADMINISTRATOR AND RELEASE

We hereby appoint AFME as administrator for the limited purposes of the Protocol and accordingly we waive, and hereby release AFME 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 AFME.

4. CONTACT DETAILS²

Our contact details for the purposes of the Protocol are:

Name: Vernon Rushe

FAO: Goodbody Stockbrokers

Address: Ballsbridge Park, Ballsbridge, Dublin 4, Ireland

Telephone: +353 1 6140600

Fax: +353 1 6670229

E-mail: Vernon.p.rushe@goodbody.ie

We undertake to notify AFME of any changes to these details at any time throughout our adherence to the Protocol, by delivering to AFME by (i) certified or registered mail (or airmail, if overseas) or equivalent; (ii) courier; or (iii) personal delivery to AFME's address set out in this Adherence Letter, two copies of such notice: one a manually signed original and the other a conformed copy containing, in place of each signature, the printed or typewritten name of each signatory. In addition, we will send scanned pdf copies of the manually signed original and conformed copies of the notice of change of details to AFME at fttprotocol@afme.eu.

We agree to the publication by AFME of the conformed copy of any such notice.

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

Yours faithfully

Goodbody Stockbrokers

Signed by: Name: Vernon Rushe

Title: Chief Finance, Operations & Risk Officer

² To the extent that each adhering entity does not share the same contact details, please provide the contact details for each adhering entity.