

**FULL CO-OPERATION DEED POLL (Company)**

**UNDERTAKINGS, REPRESENTATIONS AND ACKNOWLEDGEMENTS TO  
SECURITIES EXCHANGES GUARANTEE CORPORATION LTD (“SEGC”)**

In support of the claim on the National Guarantee Fund ("NGF") by .....  
(the “company”) dated ....., in respect of ..... (*name of dealer*):

- (a) I state that I am a \*director of the company/\*duly authorised representative (*\*delete one if appropriate*) of the company and am authorised by the company to make the claim and give the following undertakings and representations on the company’s behalf.
- (b) The company and I give the following undertakings and representations about the company’s and my conduct during consideration of the company’s claim by SEGC, and if the company’s claim is allowed, after the company’s claim has been determined.

Undertakings and representations

- 1. The company and I agree not to compromise or assign any of the company’s rights against the dealer without the prior written consent of SEGC, including that the company and I agree not to:
  - (a) settle (or cause to be settled) the company’s claim directly with the dealer; or
  - (b) give up, release, surrender, assign or give away (or cause any of those things to occur) any of the rights the company may have against the dealer; or
  - (c) accept any payments from any person in respect of the circumstances leading to the company’s claim on the NGF,

and state that if the company or I have already done any of these things, full details are provided in the claim form or accompany this document. If before or after making this claim on the NGF the company has taken or takes action directly against the dealer (including lodging a claim with the Financial Ombudsman Service Limited), the company and I will keep SEGC fully informed in relation to any such action, and will provide to SEGC a copy of any documents requested by SEGC in connection with any such action.

- 2. The company and I agree not to make (or cause to be made) any admissions of liability or of fact, and not to disclose (or cause to be disclosed) any information to any person (other than the stockbroker/s concerned, State or Federal police, the Australian Securities and Investment Commission (ASIC) or Australian Securities Exchange Ltd (ASX)) about the circumstances leading to the company’s claim on the NGF without the prior written consent of SEGC. If the company or I have already made any admissions of liability or of fact, or any disclosures of information about the circumstances of the company’s claim, full details of those admissions or disclosures are provided in the company’s claim form or accompany this document.
- 3. The company and I agree that the company will not assert a claim for legal professional privilege over any document reasonably requested by SEGC in order to determine whether to allow the company’s claim or to exercise any rights or pursue any remedies to which SEGC is subrogated.
- 4. The company and I agree that if the company’s claim is allowed, the company and I will co-operate fully with and assist SEGC in any way necessary (such as, but not limited to, by attending conferences with SEGC’s legal advisers, searching for further documents or making further enquiries, signing statements of evidence and attending court to give evidence) to enable SEGC to pursue its rights or potential rights of subrogation against any person and the company and I agree that the company will pay its own and my expenses (if any) involved in providing that assistance to SEGC unless the company is entitled to recover those expenses against any person other than SEGC or SEGC agrees to pay all or part of those expenses.

.....  
Signature of director of claimant/  
claimant’s authorised representative

.....  
Signature of witness

Executed as a deed poll.

Date: .....

Signed, sealed and delivered by:

*(Signature of director of claimant/  
claimant's authorised representative\*)*: .....

*(Print name of director of claimant/  
claimant's authorised representative\*)*: .....

In the presence of:

*(Signature of witness)* .....

*(Print name of witness)* .....

\* *Director or authorised representative should be the same person as signed the claim form.*

.....  
Signature of director of claimant/  
claimant's authorised representative

.....  
Signature of witness