

shall be governed by and construed in accordance with English law.

3.2 The parties irrevocably agree that the English courts have exclusive jurisdiction to settle any dispute or claim that arises out of or in connection with this Deed or its subject matter or formation (including non-contractual disputes or claims).

4. Counterparts

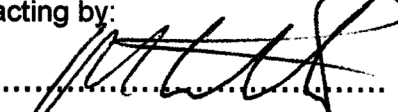
4.1 This Deed may be executed in any number of counterparts and by the parties to it on separate counterparts, each of which when so executed and delivered shall be an original, but all the counterparts shall together constitute one and the same instrument.

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

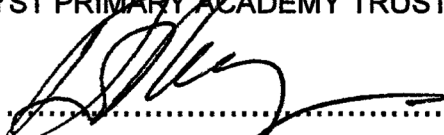
EXECUTED as a deed by affixing the corporate seal of the **Secretary of State for Education** authenticated by:-)
)
)

.....
Duly authorised by the Secretary of State for Education

EXECUTED as a deed by **THE BROADCLYST PRIMARY ACADEMY TRUST**, acting by:

.....


Director

.....


Director/Secretary

OR

EXECUTED as a deed by **THE BROADCLYST PRIMARY ACADEMY TRUST**, acting by:

.....

Director

In the presence of:

W Sign E. Maxwell
I
T Name ESTHER MAXWELL
N
E Address 12 TORONTO ROAD, EXETER, DEVON EX4 6LE
S
S Occupation SOLICITOR