

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme Atlas Iron Limited
ACN/ARSN 110 396 168

1. Details of substantial holder

Name UBS AG and its related bodies corporate
ACN/ARSN (if applicable): _____

There was a change in the interests of the substantial holder on **29 October 2010**

The previous notice was given to the company on **26 October 2010**

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's Votes	Voting Power (5)	Person's Votes	Voting Power (5)
Ordinary	31,616,527	5.85%	37,135,138	6.88%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of Change (6)	Consideration given in relation to change (7)	Class and Number of securities affected	Person's votes affected
Please see Annexure A.					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UBS AG	Various Custodians	UBS AG	Fund Manager with power to exercise control over voting shares.	13,189 Ordinary	13,189

UBS Global Asset Management (Australia) Ltd	Various Custodians	UBS Global Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	8,021,441 Ordinary	8,021,441
UBS AG, Australia Branch	UBS Nominees Pty Ltd	UBS AG, Australia Branch	Prime Broker with power to control the exercise of the power to dispose of shares pursuant to a Prime Broking Agreement (see attached).	4,612,216 Ordinary	4,612,216
UBS AG, London Branch	Citicorp Nominees Pty Ltd	UBS AG, London Branch	Prime Broker with power to control the exercise of the power to dispose of shares pursuant to a Prime Broking Agreement (see attached).	17,671,888 Ordinary	17,671,888
UBS Securities Australia Ltd	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial owner	6,179,804 Ordinary	6,179,804
UBS AG (Switzerland)	Various Custodians	UBS AG (Switzerland)	Power to control disposal over shares pursuant to stock borrowing and lending activities (see attached).	636,600 Ordinary	636,600

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

The addresses of persons named in this form are as follows:

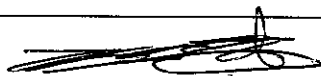
Name	Address
Details of all UBS offices can be found through the following link: http://apps.ubs.com/location/finder	

SIGNATURE

Print Name: So Young Kim

Capacity: Authorised signatory

Sign Here:

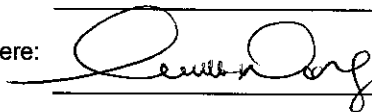


Date: 2 November 2010

Print Name: Edith Wong

Capacity: Authorised signatory

Sign Here:



Date: 2 November 2010

Contact details for this notice:

Tiffany Leung
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For personal use only

25-Oct-10	UBS Securities Australia Ltd	Buy	11,040	4,307 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	13,358	5,279 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	368	-144 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	117	-46 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	12,926	-5,089 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	483	-190 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	128	-50 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	120	-47 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	13,461	5,279 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	8,884	-3,484 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	125	-49 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,285	-504 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,413	-554 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	186	-73 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	117	-46 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,204	-472 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	128	-50 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	118	-46 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	8,922	-3,485 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,846	-721 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,308	-511 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,193	-466 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	13,514	5,279 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	9,667	3,776 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	6,884	2,689 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	2,429	-949 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	120	-47 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	128	-50 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,290	-504 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,807	-706 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	2,616	-1,022 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	123	-48 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	131	-51 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	115	-45 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	2,616	-1,022 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	128	-50 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	123	-48 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,887	-737 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	133	-52 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	120	-47 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	128	-50 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	125	-49 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	2,043	-798 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	3,848	1,503 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	2,783	1,067 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	2,560	-996 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	586	-229 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	924	-361 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	435	-170 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	492	-192 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	3,551	-1,387 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	13,461	5,279 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	150	-59 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	133	-52 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	3,761	-1,475 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	4,957	-1,944 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	13,461	-5,279 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	2,124	833 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	235	92 Ordinary

25-Oct-10	UBS Securities Australia Ltd	Buy	11,103	4,354 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	2,359	925 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	4,956	-1,936 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	1,584	621 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	4,956	-1,936 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	8,558	-3,343 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	134	-52 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	188	-73 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	2,368	926 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	9,556	3,733 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	154	-60 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	134	-52 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	149	-58 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	141	-55 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	3,156	1,233 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	195	-76 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	5,604	-2,189 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	212	-83 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	6,820	-2,664 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	6,383	2,494 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	3,973	1,552 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	3,156	1,233 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,777	-694 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	108	-42 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	46	-18 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	561	-219 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	197	-77 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	166	-63 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	10,660	-4,164 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	637	-249 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	1,293	-505 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	13,567	-5,279 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	13,567	5,279 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	13,620	-5,279 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	493	191 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	3,870	1,500 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	402	156 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	2,322	900 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	6,533	2,532 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	493	191 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	433	168 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	12,694	4,920 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	47	-18 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	23	-9 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	18	-7 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	47	-18 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	145	-56 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	13,393	-5,171 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	12,134	4,665 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	531	205 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	11,040	4,307 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Buy	8,451	3,314 Ordinary
25-Oct-10	UBS Securities Australia Ltd	Sell	8,451	-3,314 Ordinary
25-Oct-10	UBS AG (Switzerland)	Collateral received	N/A	172,800 Ordinary
25-Oct-10	UBS AG (Switzerland)	Collateral received	N/A	149,908 Ordinary
25-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	-172,800 Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	42,427	16,633 Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	8,418	3,314 Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	8,451	-3,314 Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	8,418	3,314 Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	492	-193 Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	520	-204 Ordinary

26-Oct-10	UBS Securities Australia Ltd	Sell	1,489	-584	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	4,220	-1,655	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	1,729	-678	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	8,418	3,314	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	437	-172	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	53	-21	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	274	-108	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	7,623	-3,013	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	762	-301	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	2,570	1,016	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	4,218	1,667	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	1,265	500	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	8,384	-3,314	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	331	131	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	2,570	1,016	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	6,287	-2,485	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	2,097	-829	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	7,056	2,789	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	7,056	2,789	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	1,328	525	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	4,534	-1,792	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	248	-98	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	195	-77	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	319	-126	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	3,089	-1,221	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	192	-76	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	5,103	-2,017	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	66	26	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	1,915	757	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	6,403	2,531	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	384	-151	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	632	-249	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	1,704	-671	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	191	-75	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	4,064	-1,600	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	1,443	-568	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	81	32	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	76	30	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	385	-151	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	8,066	-3,163	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	6,296	2,469	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	1,997	783	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	8,418	3,314	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	6,777	-2,668	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	8,418	3,314	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	8,418	3,314	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	8,418	3,314	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	1,201	-473	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	439	-173	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	58	-23	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	599	-236	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	2,875	-1,132	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	3,244	-1,277	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	498	-196	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	450	-177	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	752	-296	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	541	-213	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	1,349	-531	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	4,829	-1,901	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	2,240	-882	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	8,418	3,314	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	408	-160	Ordinary

26-Oct-10	UBS Securities Australia Ltd	Sell	375	-147	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	523	-205	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	622	-244	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	140	-55	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	240	-94	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	127	-50	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	5,992	-2,359	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	1,308	-515	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	1,547	-609	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Sell	1,346	-530	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	1,217	479	Ordinary
26-Oct-10	UBS Securities Australia Ltd	Buy	42,427	16,633	Ordinary
26-Oct-10	UBS AG (Switzerland)	Buy	3	1	Ordinary
26-Oct-10	UBS AG (Switzerland)	Collateral received	N/A	319,660	Ordinary
26-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	-319,660	Ordinary
26-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	-149,908	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	17,629	7,085	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	9,065	3,626	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	192	-77	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	8,992	3,626	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	140	-57	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,942	-1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	128	-52	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	185	-75	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,840	-1,089	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	314	-127	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,966	-1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	192	-77	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	837	-336	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	72	-29	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	1,870	-754	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	1,024	-413	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,954	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	188	-76	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	129	-52	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	191	-77	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,448	-991	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	316	-128	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	211	-85	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,755	-1,111	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,966	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,966	-1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	203	-82	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	298	-120	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	126	-51	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	198	-80	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	193	-78	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	1,947	-785	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	501	-202	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	216	-87	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	186	-75	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	310	-125	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,954	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	131	-53	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	180	-73	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	138	-56	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	136	-55	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	158	-64	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	146	-59	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	1,514	-613	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	242	-98	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,954	-1,196	Ordinary

27-Oct-10	UBS Securities Australia Ltd	Buy	2,978	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,978	-1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	275	110	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,715	1,088	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	275	110	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,990	-1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	3,002	-1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,990	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,990	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	131	-52	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	88	-33	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	1,579	-629	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	68	-27	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	153	-51	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	201	-80	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	984	-392	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	1,238	495	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	289	-107	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	216	-86	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	1,238	495	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	1,753	701	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,978	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,978	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,978	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	1,166	-470	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	1,123	-453	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,954	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	298	-120	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	250	-101	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	136	-55	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	273	-110	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,001	-810	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	296	-120	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,966	-1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,966	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	263	-106	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,954	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	161	-65	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	102	-41	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	79	-32	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,824	-1,058	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	342	-138	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,966	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	275	-111	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	186	-75	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	126	-51	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	258	-104	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	246	-99	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	275	-111	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	1,875	-756	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,966	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	2,966	-1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	202	-81	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	194	-78	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	326	-131	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	349	-140	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	127	-51	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	610	-245	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	558	-216	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	199	-80	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	2,956	1,196	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	3,967	-1,506	Ordinary

27-Oct-10	UBS Securities Australia Ltd	Buy	17,629	7,085	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	3,117	-1,257	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	3,048	-1,229	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	69	-28	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	3,105	1,257	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Buy	3,092	1,257	Ordinary
27-Oct-10	UBS Securities Australia Ltd	Sell	N/A	-1,257	Ordinary
27-Oct-10	UBS AG (Switzerland)	Collateral received	N/A	636,598	Ordinary
27-Oct-10	UBS AG (Switzerland)	Collateral received	N/A	636,598	Ordinary
27-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	180,775	Ordinary
27-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	-636,598	Ordinary
27-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	-180,775	Ordinary
27-Oct-10	UBS Global Asset Management	Sell	0	4,067,461	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Sell	3,105	-1,257	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	3,130	1,257	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Sell	3,130	-1,257	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	1,655	662	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	1,488	595	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Sell	3,143	-1,257	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	1,488	595	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	1,655	662	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Sell	3,143	-1,257	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Sell	3,130	-1,257	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	202	80	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	5,904	2,343	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	229	91	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	4,634	1,839	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Sell	300	-119	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Sell	476	-189	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	397	158	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	4,219	1,661	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	153	53	Ordinary
28-Oct-10	UBS Securities Australia Ltd	Buy	384	13	Ordinary
28-Oct-10	UBS AG (Switzerland)	Collateral received	N/A	636,600	Ordinary
28-Oct-10	UBS AG (Switzerland)	Collateral received	N/A	135,939	Ordinary
28-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	-636,598	Ordinary
28-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	-636,600	Ordinary
28-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	-135,939	Ordinary
28-Oct-10	UBS Global Asset Management	Buy	2,121,008	846,744	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	90,468	36,092	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	299	-119	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	602	-240	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	693	-276	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	380	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	1,013	-407	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	384	155	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	303	122	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	351	-141	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	294	-118	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	377	152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	377	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	377	152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	377	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	377	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	2,234	-897	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	399	161	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	399	161	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	253	-102	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	253	102	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	377	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	377	152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	387	156	Ordinary

29-Oct-10	UBS Securities Australia Ltd	Sell	377	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	377	152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	387	156	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	2,346	-942	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	2,234	-897	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	399	161	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	141	-57	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	141	57	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	236	95	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	236	-95	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	149	60	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	149	-60	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	228	-92	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	377	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	377	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	377	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	169	-68	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	208	-84	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	386	155	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	4,193	1,694	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	254	-102	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	127	-51	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	126	-51	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	253	-102	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	126	-51	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	377	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	4,579	-1,839	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	3,638	-1,535	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	760	-304	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	3,838	-1,535	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	3,678	-1,471	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	920	-368	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	380	-152	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	128	-51	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	465	186	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	495	198	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	425	170	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	455	182	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	525	210	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	135	54	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	1,110	444	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	15	6	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	130	52	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	8	3	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	835	334	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	318	127	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	148	59	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	305	122	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	3,828	1,531	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	770	308	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	785	-314	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	880	-352	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	1,095	-438	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	4,579	1,839	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	1,618	-647	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	220	-88	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	4,579	1,839	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	785	-314	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	43	-17	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	1,260	-504	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	570	-228	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Sell	378	-152	Ordinary

29-Oct-10	UBS Securities Australia Ltd	Sell	2,595	-1,034	Ordinary
29-Oct-10	UBS Securities Australia Ltd	Buy	90,468	36,092	Ordinary
29-Oct-10	UBS AG (Switzerland)	Collateral received	N/A	636,600	Ordinary
29-Oct-10	UBS AG (Switzerland)	Collateral received	N/A	636,600	Ordinary
29-Oct-10	UBS AG (Switzerland)	Collateral returned	N/A	-636,600	Ordinary

PRIME BROKERAGE AGREEMENT

Details

Interpretation – definitions are at the end of the General terms

Parties	UBS and Customer	
UBS	Name	UBS AG, Australia Branch
	ABN	47 088 129 613
	AFSL	231 087
	Address	Level 16 Chifley Tower, 2 Chifley Square, Sydney, NSW, 2000
	Telephone	+61 2 9324 2000
	Fax	+61 2 9324 2558
	Attention	General Counsel
Customer	Name	
	ABN	
	AFSL	
	Address	
	Telephone	
	Fax	
	Attention	
	Scheme	
ARSN		
Recitals	A	The Customer wishes to appoint UBS to provide a prime brokerage service to the Customer in its capacity as trustee and manager of the Scheme.
	B	UBS wishes to accept that appointment.
Governing law	New South Wales	
Date of agreement	See Signing page	

10.2 Custodial Assets

UBS may request the Custodian at any time to pay or deliver to UBS any of the Custodial Assets, provided that UBS may only request the Custodian to deliver to UBS Custodial Assets which are ASX listed securities if such delivery would not cause UBS to have a 'relevant interest' for the purposes of the Corporations Act 2001 (C'th) of greater than 18% in any ASX listed entity. Subject to clauses 10.3, 10.4, 10.5 and 10.6 the Customer agrees that any Custodial Assets which UBS requests the Custodian to pay or deliver to UBS, or any Collateral, may be used by UBS for UBS's own account (including to borrow, lend, charge, re-hypothecate, dispose of or otherwise use for its own purposes) and in respect of UBS's obligations (or those of other customers of UBS) and, as a consequence, those Assets are not held by UBS for the Customer or the Custodian. UBS will have a contractual obligation to return equivalent Custodial Assets to the Custodian in accordance with clause 10.6. The Customer and the Custodian will in relation to the obligation to return equivalent Custodial Assets rank as one of UBS's general creditors in the event of UBS becoming Insolvent. Subject to clause 4.2 of the ASLA, UBS may retain all fees, profits and other benefits received in connection with such activities.

10.3 Express Authorisation for Collateral

Without limiting UBS's right to request transfer of any of the Custodial Assets under clause 10.2, the Customer expressly authorises UBS in its discretion to:

- (a) identify any Collateral as being held as margin or security against a particular obligation of the Customer under this agreement or against an UBS Transaction;
- (b) subject to clauses 10.2 and 10.5, transfer any Custodial Assets to UBS expressly as Collateral for any obligations of the Customer under this agreement or an UBS Transaction; and
- (c) transfer the proceeds of a cash advance made to the Customer to any Related Entity to satisfy any margin or security requirement of a Related Entity in relation to a Transaction (provided that the Customer and UBS have previously agreed in writing that the Transaction is a Transaction to which this clause 10.3 applies).

10.4 No Derogation from Liability to provide Collateral

The authorisation of UBS set out in clause 10.3 does not derogate from the Customer's obligation to meet a demand for Outstanding Margin Requirement under clause 5.3 or any margin or security requirement owed to a Related Entity. Unless UBS agrees otherwise in a particular case, UBS is only deemed to have agreed to transfer Custodial Assets to meet an Outstanding Margin Requirement or transferring the proceeds of a cash advance to the Customer to meet a margin or security requirement of a Related Entity upon it actually transferring those Custodial Assets or proceeds (as applicable) and is not liable for failure to do so.

10.5 Provision of Collateral

Subject to UBS's rights under clause 10.2, Collateral which is required by UBS pursuant to clause 5, if provided to the Custodian, will be held by the Custodian as bare trustee for the Customer subject to the Security. Any other Collateral provided to UBS in accordance with clause 5 will be provided to UBS in accordance with the terms and conditions of the ASLA and with the Rules. Securities delivered by the Custodian to UBS under clause 10.2 will be deemed to be provided by the Customer to UBS in accordance with the terms and conditions of the ASLA and with the Rules. UBS will become the legal and beneficial owner of those securities upon taking delivery of them from the Custodian.

10.6 Custodial Assets to be borrowed by UBS

Any Custodial Assets which UBS has the Custodian pay or deliver to it, will be borrowed by UBS from the Customer in accordance with the terms and conditions of the ASLA and with the Rules. If any of the terms of the ASLA are inconsistent with any of the terms of this agreement, this agreement prevails to the extent of the inconsistency.

10.7 Withholding Taxes on Income

If a law requires UBS to deduct an amount in respect of Taxes in relation to any income or other payments to the Customer under this agreement, the Customer authorises UBS to make such deductions without any further express instructions. UBS will pay to the Customer the amount of income or other payments net of Taxes.

11 Representations, Warranties and Acknowledgment

11.1 Customer's representations and warranties

The Customer represents and warrants to UBS that:

- (a) it has the power to enter into and perform its obligations under this agreement, and has duly executed this agreement so as to constitute valid and binding obligations of the Customer;
- (b) it has duly executed this agreement in its capacity as trustee and manager of the Scheme and for the benefit of the beneficiaries of the Scheme;
- (c) it holds such licences and authorities as are necessary to lawfully perform its obligations under this agreement;
- (d) in giving any instructions under this agreement, the Customer will act as principal;
- (e) in giving any instructions under this agreement, the Customer will act in accordance with the provisions of its constitution, the constitution of the Scheme or other constituent documents, any applicable laws and regulations and comply with any investment restrictions in any prospectus, information memorandum, investment management

UBS AG

____ AND ____

[INSERT COUNTERPARTY NAME]

**MASTER PRIME BROKERAGE
AGREEMENT**

- (b) if UBS considers it desirable (i) in order to facilitate Transactions or (ii) that UBS has collateral (or additional collateral) in relation to your obligations to UBS under this Agreement and the Customer Agreements, credit the Assets to the Transferred Assets Account.

6.3 UBS will credit all Cash to the Banking Account, and hold the Cash as banker and not as trustee, and so will not hold the Cash in accordance with the FSA's client money rules.

6.4 Assets are delivered to UBS at your risk. In the case of registrable Assets, you must deliver, together with the Assets, transfers duly executed in blank in the manner and form UBS requires.

6.5 UBS may in its absolute discretion decline to accept (in whole or in part) any securities, cash or other property tendered to it for credit to the Custody Account, Transferred Assets Account or Banking Account. UBS is not obliged to give any reason for its refusal.

6.6 If, on the relevant settlement or income payment date, UBS credits the Custody Account, Transferred Assets Account or Banking Account with Assets, Income or the proceeds of a sale, purchase or exchange of any Assets, or debits the Custody Account, Transferred Assets Account or Banking Account with the Assets or cost of any Assets, UBS may reverse any credit or debit if the relevant transaction fails to settle, or the Income is not received, on a timely basis.

6.7 Subject to the terms of this Agreement, UBS is authorised and agrees to act on all Instructions. UBS acts upon Instructions at your sole risk. UBS may for any reason refuse to act on any Instructions, including to deliver any Assets from the Custody Account or Transferred Assets Account or make any payments of Cash from the Banking Account.

7. TRANSFERRED ASSETS ACCOUNT

7.1 If UBS credits Assets to the Transferred Assets Account, all right, title and interest in those Assets passes to UBS free of all liens, charges, encumbrances and all third-party interests and rights, and UBS is obliged to deliver to you Equivalent Assets in accordance with, and subject to, the terms of this Agreement. UBS may retain for its own account all fees, profits and other benefits received in connection with any Assets credited to the Transferred Assets Account. Equivalent Assets will be delivered to you, pursuant to clause 10.1 or, at UBS's discretion, earlier, by crediting them to the Custody Account, and this Agreement applies to those assets as if they were

Assets credited to the Custody Account pursuant to clause 6.2, and UBS will debit the Transferred Assets Account accordingly.

7.2 Following any record date for payment or distribution of Income on any Assets credited to the Transferred Assets Account, UBS will credit an amount equal to or securities equivalent to the Income, after deduction of any taxes and duties payable, to either the Banking Account or Custody Account, as appropriate, as soon as reasonably practical after UBS receives the Income.

8. CUSTODY ACCOUNT

8.1 Subject to the terms of this Agreement, in relation to Assets credited by UBS to the Custody Account, UBS will:

- (a) on your behalf, hold or procure to be held to UBS's order those Assets; and
- (b) as soon as practicable after receipt of any necessary documents, procure registration of any registrable Assets in a manner permitted by the FSA Rules, which may include registration in the name of (i) due to the law or market practice of particular jurisdictions, UBS or a sub-custodian, (ii) UBS's or a sub-custodian's nominee, or (iii) any other person as you notify to UBS in writing.

At your request, UBS will notify you of those jurisdictions where registrable Assets credited to the Custody Account are currently registered in the name of UBS or a sub-custodian, and, in relation to the latter, of the name of the sub-custodian.

8.2 Subject to this Agreement, Assets credited to the Custody Account are held by UBS at your risk. Where Assets credited to the Custody Account are registered in the name of UBS, those Assets might not be segregated from UBS's own assets and, if UBS defaults, may not be as well protected from claims made on behalf of the general creditors of UBS. The consequences of you instructing UBS regarding the registration of Assets credited to the Custody Account are at your risk. You may instruct UBS in writing to hold documents of title for Assets credited to the Custody Account other than in UBS's physical possession or with an eligible custodian and you acknowledge that the consequences of doing so or of instructing UBS pursuant to clause 8.1(b)(iii) are at your risk.

8.3 In respect of Assets credited to the Custody Account which are held by a sub-custodian, UBS will, wherever possible, require that sub-custodian to record

them in its books to an account the title of which makes it clear that those Assets belong to a client of UBS.

8.4 Unless UBS has received contrary Instructions in sufficient time for UBS to act on them, UBS will, subject to this Agreement, in relation to Assets credited to the Custody Account and on your behalf:

- (a) collect, as they become payable, all interest, cash dividends and securities dividends and all other cash and securities income and cash and securities payments, with respect to such Assets, and credit the Banking Account or Custody Account on receipt, as appropriate, and, for this purpose, execute in your name any declarations of ownership or other documentation as may be required;
- (b) present for payment all such Assets which are called, redeemed or otherwise become payable and all coupons and other income items which call for payment upon presentation, in any case provided that UBS is actually aware of the opportunities, and credit the Cash, when received, to the Banking Account;
- (c) credit, on receipt, to the Custody Account all Assets received by UBS as a result of a share sub-division or re-organisation, capitalisation of reserves or otherwise with respect to Assets credited to the Custody Account; and
- (d) to the extent the issuer of the relevant assets permits, exchange interim or temporary receipts or certificates for definitive certificates, and old or overstamped certificates for new certificates.

8.5 In accordance with Instructions, UBS will, subject to this Agreement, execute and deliver, or procure to be executed and delivered, to you or as you may direct, any powers of attorney or proxies as may reasonably be required, authorising those attorneys or proxies to exercise any rights conferred by, or otherwise act in respect of, any Assets credited to the Custody Account.

8.6 UBS will use its reasonable efforts to notify you, as soon as reasonably practicable after receipt, of any notice relating to any of the Assets credited to the Custody Account, including, without limitation, notice of a tender or exchange offer or of a rights entitlement or a fractional interest resulting from a rights issue, stock dividend or stock split, but excluding notice of any general meeting of holders of securities. Unless

agreed otherwise with you, UBS is not responsible for taking any action with respect to any such notice, or for the exchange of any Asset credited to the Custody Account even if purely administrative, or for the exercise of any rights to subscribe for securities, conversion rights, voting rights or any other rights relating to those Assets or for dealing with any takeover, other offer or capital re-organisation affecting those Assets. However, for the avoidance of doubt, you have no right to vote in respect of Assets credited to the Custody Account to the extent that they are Settlement Securities that have not yet been delivered to third parties.

8.7 You authorise UBS to transfer Assets credited to the Custody Account from such account to the Transferred Assets Account (so that UBS may borrow, lend, charge, sell, transfer or otherwise use those Assets for its own purposes or the purposes of its other clients) without giving notice of this to you, and clause 7.1 applies accordingly.

8.8 You authorise UBS and UBS's sub-custodians, agents and other delegates to hold Assets credited to the Custody Account in accounts in which those Assets are commingled with assets of the same class held by the relevant person for its other clients. Where Assets are held in such an account, your rights to those Assets is not in relation to any separately identifiable securities, but rather is in relation to the same number, class, denomination and issue as those delivered to UBS, and you confirm you accept this. Where Assets credited to the Custody Account are pooled on this basis, UBS:

- (a) acknowledges that you have an equitable interest in that pool of assets (or in UBS' interest in respect of that pool) equal to the proportion which from time to time the number of Assets credited to the Custody Account (or which should have been credited) which have been pooled bears to the total number of assets in the pool (or in that part of the pool in respect of which UBS has an interest); and
- (b) may, if those Assets are called for partial redemption by their issuer, and subject to the rules or regulations pertaining to allocation of any Securities System in which those Assets have been deposited, allot or procure to be allotted the called portion to the respective beneficial holders of that class of investment in any manner UBS considers fair and equitable.

For the purposes of this clause 8.8, assets are of the same class as other assets if they are (i) of the same

light or which UBS may suffer or incur in respect of past Transactions.

PART D: SECURITY

11. CHARGE

11.1 The charge created by this clause 11 is given by you to UBS as continuing security for the payment and discharge of all your Liabilities. As security for your Liabilities, you charge to UBS by way of first fixed charge, with full title guarantee and free from any adverse interest:

- (a) all your right, title and interest in respect of the Assets (other than assets falling within paragraph (c) below) for the time being credited to the Custody Account, including without limitation any rights against any custodian, banker or other person;
- (b) all your right, title and interest in respect of assets which, or the certificates or documents of title to which, are from time to time deposited with or held by a member of UBS Group, including without limitation any rights against any custodian, banker or other person;
- (c) all your rights under this Agreement and the Customer Agreements including without limitation all rights that you have to the delivery of Equivalent Assets; and
- (d) all of your rights and interest in any amount payable to you by UBS under a Customer Agreement following termination of that Customer Agreement.

11.2 The Charge is a continuing security and is not affected in any way by any settlement of account (whether or not any Liabilities remain outstanding thereafter) or other matter and is in addition to any other current or future security, guarantee or indemnity held by UBS or any other person in respect of any or all of the Liabilities.

11.3 You acknowledge that UBS may file or register details of the Charge in appropriate jurisdictions. You must do everything commercially reasonable requested by UBS to perfect the Charge, including without limitation executing and signing promptly all documents required to vest the Charged Property in UBS or a nominee of UBS.

11.4 You undertake not to allow to continue or to create any encumbrance or security interest over the Charged Property, other than any security interests arising by operation of law, the Charge and any

interests created in favour of parties appointed under clause 23.

11.5 You by way of security irrevocably appoint UBS as your attorney on your behalf and in your name or otherwise to execute all transfers, assignments, further assurances or other documents as may reasonably be required to vest any of the Charged Property in UBS or in a person acting as nominee or otherwise on behalf of UBS or to perfect or preserve the rights and interests in respect of the Charge (including, without limitation, the institution and conduct of legal proceedings) or for the exercise by UBS of all or any of the powers, authorities and discretions conferred on UBS by this Agreement.

11.6 For all purposes, including any legal proceedings, a certificate by any officer of UBS as to the sums or Liabilities for the time being due to or incurred by UBS is conclusive in the absence of fraud or manifest error.

11.7 Sections 93 (restriction on consolidation of mortgages) and 103 (regulation of exercise of power of sale) of the Law Property Act 1925 shall not apply to this Agreement. The Liabilities shall become due for the purposes of section 101 (mortgagee powers) of the Law of Property Act 1925, and the statutory power of sale and of appointing a receiver conferred under that Act (as varied or extended under this Agreement) and all other powers shall be deemed to arise immediately after execution of this Agreement.

11.8 All rights charged by you to UBS shall secure your obligations to UBS under this Agreement and your obligations to UBS under the relevant Customer Agreements between you and UBS and under any other agreement or transaction between you and UBS. In the event of an enforcement of the Charge, UBS shall have absolute discretion to determine the order and manner in which the proceeds of sale are applied to discharge Liabilities under Customer Agreements and any other agreement or transaction between you and UBS

PART E: MARGIN

12. MARGIN REQUIREMENT

12.1 You must at all times maintain with UBS Margin equal to or greater than the aggregate of the Liabilities and any applicable Initial Margin.

12.2 Where the Margin Requirement exists and is greater than the Minimum Call amount specified in the Schedule, UBS may require you to deliver to it Acceptable Collateral of a Value (in aggregate) at least equal to or greater than the Margin Requirement by giving notice in writing to you at the address specified