



ARBUTHNOT LATHAM

Private Bankers

Since 1833

Julie Ann Forbes
Sales and Marketing Director
Hamilton Heath Estates LTD
Lester House
21 Broad Street
Bury
BL9 0DA

3 December 2019

Dear Julie,

LOGO LICENCE

Arbuthnot Latham & Co., Limited (**Arbuthnot Latham**) is the proprietor of the UK registered trademark comprising the Arbuthnot Latham logo identified in the Schedule (the **Logo**). Arbuthnot Latham is permitted to licence third parties to use the Logo. Hamilton Heath Estates Ltd wishes to use the Logo for inclusion on its website to show Arbuthnot Latham as its Bankers (the **Purpose**) and Arbuthnot Latham is willing to permit Hamilton Heath Estates Ltd to do so on the terms and conditions set out in this letter.

1. In consideration of Hamilton Heath Estates Ltd agreeing to comply with the terms of this letter, Arbuthnot Latham hereby grants to Hamilton Heath Estates Ltd a non-exclusive, non-transferable and temporary licence to use the Logo on Hamilton Heath Estates Ltd website and printed materials (the **Materials**) for the Purpose and to do so on the terms and conditions set out in this letter.
2. This licence shall commence on the date of this letter and shall continue in force until terminated in accordance with clauses 4 or 6 of this letter.
3. Hamilton Heath Estates Ltd undertakes:
 - 3.1 to use the Logo in accordance with specifications laid down, directions given and information supplied by Arbuthnot Latham from time to time;
 - 3.2 to use the Logo only on the Materials for the Purpose; and
 - 3.3 not to alter, amend or distort the Logo in any way; and
 - 3.4 not to use the Logo in any way which might cause Arbuthnot Latham or any member of its group of companies to be brought into disrepute.

ARBUTHNOT LATHAM & CO., LIMITED
London Office (Registered Address): Arbuthnot House, 7 Wilson Street, London, EC2M 2SN
Tel: +44 (0)20 7012 2500 | arbuthnotlatham.co.uk

Registered in England and Wales No. 819519. Arbuthnot Latham & Co., Limited is authorised by the Prudential Regulation Authority, and regulated by the Financial Conduct Authority and the Prudential Regulation Authority. Arbuthnot Latham & Co., Limited (IEC Branch) is regulated by the Dublin Financial Services Authority.





4. If in the sole discretion of Arbuthnot Latham, Hamilton Heath Estates Ltd uses or proposes to use the Logo in any way which may injure the reputation or the validity of the trademarks in the Logo or the reputation of Arbuthnot Latham or any member of its group of companies, Arbuthnot Latham may terminate this licence immediately.
5. Hamilton Heath Estates Ltd hereby indemnifies Arbuthnot Latham against all and any liability, loss, damages, costs, legal costs, professional and other expenses of any nature whatsoever incurred or suffered by it as a result of Hamilton Heath Estates Ltd using the Logo otherwise than as permitted by this letter.
6. This letter will be terminated in the following circumstances:
 - 6.1 by Arbuthnot Latham giving Hamilton Heath Estates Ltd not less than 10 business days' written notice;
 - 6.2 immediately if Hamilton Heath Estates Ltd is in breach of any obligation or condition of this letter; or
 - 6.3 immediately if the direct or indirect ownership or control of Hamilton Heath Estates Ltd shall change from that existing at the date of this letter.
7. Upon termination for whatever reason Hamilton Heath Estates Ltd shall immediately cease to make use of the Logo and will within 10 business days' of such termination either deliver up to Arbuthnot Latham or destroy any unused Materials bearing the Logo. In the case of destruction, a director of Hamilton Heath Estates Ltd will confirm in writing to Arbuthnot Latham that such destruction has taken place within 10 business days' of termination.
8. This letter may be executed in any number of counterparts, and by each signatory to this letter on separate counterparts. Each counterpart is an original, but all counterparts shall together constitute one and the same instrument. Delivery of a counterpart of this letter by e-mail attachment or telecopy shall be an effective mode of delivery.
9. This letter and any disputes or claims arising out of or in connection with them or their subject matter or formation (including non-contractual disputes or claims) will be governed by and construed in accordance with English law.



Signed by Stephen Fletcher for and on behalf of Arbuthnot Latham & Co., Limited



We confirm our agreement to the above.

JULIE ANN FORBES

Signed by J. Forbes for and on behalf of NAME HAMILTON HEATH ESTATES

Yours sincerely,

Jeni Murch
Senior Marketing Manager