

STANDARD CHARTERED PRIVATE BANK BOOKING CENTRE TERMS AND CONDITIONS ADDENDUM FOR VARIABLE CAPITAL COMPANIES

This Addendum (this “**Addendum**”) supplements the Singapore Booking Centre Terms and Conditions where you are a variable capital company incorporated under the Variable Capital Companies Act 2018 of Singapore, whether an umbrella or non-umbrella variable capital company.

This Addendum should be read in conjunction and as one document with the Singapore Booking Centre Terms and Conditions and supplements the Singapore Booking Centre Terms and Conditions. If there is any inconsistency between the Singapore Booking Centre Terms and Conditions (on the one hand) and this Addendum (on the other hand), the terms of this Addendum shall prevail to the extent of such inconsistency. Unless otherwise defined herein, words printed in italics *like this* will have the meanings given to them in the Singapore Booking Centre Terms and Conditions.

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Section 1 – General Terms

Part C – Information, Statements and Records

Representations and warranties

1. In addition to the representations and warranties at paragraph 8.7 of the Singapore Booking Centre Terms and Conditions, you additionally represent and warrant (and such additional representations and warranties shall be deemed to be representations and warranties made under clause 8.7 of the Singapore Booking Centre Terms and Conditions) that:
 - a) you are a variable capital company duly incorporated or registered under the Variable Capital Companies Act 2018 of Singapore;
 - b) in the event that you are an umbrella variable capital company with two or more sub-funds, the assets and liabilities of such sub-funds are segregated in accordance with section 29 of the Variable Capital Companies Act 2018 of Singapore; and
 - c) in the event that you are an umbrella variable capital company with two or more sub-funds, you and any collateral provider are and will be fully compliant with section 29 of the Variable Capital Companies Act 2018 of Singapore in dealing with the assets and liabilities of any and all sub-funds of any umbrella variable capital company.

You repeat these representations and warranties every time you apply for or use a *product* or effect any transaction on a *product* or *account(s)* we maintain for you. You must notify us whenever anything happens which would mean you could not repeat these representations and warranties.

Part D – Charges, Interest and Payments

You Indemnify Us

2. The indemnity you give under paragraph 15.1 of the Singapore Booking Centre Terms and Conditions is subject to *applicable law*. Such *applicable law* includes but is not limited to section 29 of the Variable Capital Companies Act 2018 of Singapore.

Payments – generally

3. Our right to debit under paragraph 16.5 of the Singapore Booking Centre Terms and Conditions is subject to *applicable law*, including but not limited to section 29 of the Variable Capital Companies Act 2018 of Singapore.

4. Our right to make payments to such of your *account* as we deem appropriate, and the provision for netting of amounts due and payable in the same currency such that only the net amount owing on any date shall be paid by the party owing the larger amount to the other party, under paragraph 16.16 of the Singapore Booking Centre Terms and Conditions is subject to *applicable law*, including but not limited to section 29 of the Variable Capital Companies Act 2018 of Singapore.

Part F – Collateral

Collateral

5. Adequate *collateral*: For the purposes of paragraph 21.1 of the Singapore Booking Centre Terms and Conditions, any *collateral* provided to us shall at all times be consistent with section 29 of the Variable Capital Companies Act 2018 of Singapore.
6. Banker's lien: Our rights of set-off under paragraph 21.2 of the Singapore Booking Centre Terms and Conditions are subject to *applicable law*, including but not limited to section 29 of the Variable Capital Companies Act 2018 of Singapore.

Part G – General

Right of set-off

7. The rights of set-off, combination and consolidation under paragraph 23.1 of the Singapore Booking Centre Terms and Conditions are subject to *applicable law* including but not limited to section 29 of the Variable Capital Companies Act 2018 of Singapore.
8. Our rights of sale under paragraph 23.6 of the Singapore Booking Centre Terms and Conditions are subject to *applicable law* including but not limited to section 29 of the Variable Capital Companies Act 2018 of Singapore.

Section 4 – Credit Facility and Trading Facility Terms

Collateral

9. For the purposes of paragraph 67 of the Singapore Booking Centre Terms and Conditions, *collateral* provided to us must not at any time be provided, held or used in any manner inconsistent with section 29 of the Variable Capital Companies Act 2018 of Singapore.

Payments

10. Our right to debit under paragraph 69.3 of the Singapore Booking Centre Terms and Conditions is subject to applicable law, including but not limited to section 29 of the Variable Capital Companies Act 2018 of Singapore.

Termination and enforcement

11. Our rights under paragraph 70.4 of the Singapore Booking Centre Terms and Conditions to apply the proceeds from the enforcement of our security interest in *collateral*, or of the *collateral documents* or any *guarantee*, is to the extent allowed by *applicable law*. Such *applicable law* includes but is not limited to section 29 of the Variable Capital Companies Act 2018 of Singapore.

Section 6 – Meaning of Words

12. A reference to *corporate entity* includes a variable capital company (whether an umbrella or non-umbrella variable capital company).