



Waiver

To: Tilney Investment Management ("the firm")

REF: 194227

Of: Royal Liver Building, Pier Head, Liverpool L3 1NY

Date: 15 October 2003

HANDBOOK VER NO: 9

Power

1. This *waiver* is given by the *FSA* under section 148 of the Financial Services and Markets Act 2000.

Duration

2. The *waivers* detailed in 4 and 5 take effect from the date of the proposed transfer (20 October 2003) of the firm's clearing and settlement function to Pershing Securities Limited.
3. The *waiver* detailed in 6 takes effect from the date of the proposed transfer of the firm's clearing and settlement function to Pershing Securities Limited and will last for not more than three months from that date.

Rules waived

4. (1) Subject to sub-paragraph (2), the FSA directs that COB9.1.51R(1) (Client Agreement) does not apply to the firm in so far as it requires the firm to obtain the written agreement of each of its private customers to the proposed transfer of the safe custody service to Pershing Securities Limited as part of the arrangements for the transfer of business from Tilney Asset Management Ltd.

(2) Sub-paragraph (1) applies only in relation to such of the firm's private customers as have not responded to the firm's requests that they should give their written consent to the transfer of its safe custody service to Pershing Securities Limited.

5. (1) Subject to sub-paragraph (2), the FSA directs that COB9.3.133R(2) (Discharge of fiduciary duty) does not apply to the firm in so far as it requires the consent of each of its clients to the proposed transfer of his client money balances to Pershing Securities Limited as part of the arrangements for the transfer of business from Tilney Asset Management Ltd.

(2) Sub-paragraph (1) applies only in relation to such of the firm's clients as have not responded to the firm's requests that they should give their written consent to the transfer of their client money balances to Pershing Securities Limited.

6. The FSA directs that COB4.2.7R (Requirement to enter into a client agreement with a private customer) does not apply to the firm in relation to the existing business of its customers who have not signed a new agreement detailing the transfer of the firm's clearing and settlement function to Pershing Securities Limited.

Conditions

7. This direction is conditional upon the firm continuing to use its best endeavours to obtain the requisite consents from its private customers and other clients before the proposed transfer date.

Interpretation

9. Interpretative provisions (including definitions) of the *Handbook* apply to this *waiver* in the same way they apply to the *Handbook*.

Signed for and on behalf of The Financial Services Authority

Martin Crayden
Manager