# (1) EAST SUFFOLK COUNCIL AND SUFFOLK COUNTY COUNCIL

and

# (2) SIZEWELL C LIMITED

and

# (3) WICKHAM MARKET PARISH COUNCIL

# **DEED OF COVENANT**

in relation to a deed of obligation entered into pursuant to section 1 of the Localism Act 2011 and section 111 of the Local Government Act 1972 relating to
Sizewell C, Suffolk

### **BETWEEN:**

(1) **EAST SUFFOLK COUNCIL** of East Suffolk House, Station Road, Melton, Woodbridge, England, IP12 1RT;

AND

**SUFFOLK COUNTY COUNCIL** of Endeavour House, 8 Russell Road, Ipswich, England IP1 2BX together the "**Councils**");

- (2) **SIZEWELL C LIMITED** (previously known as NNB GENERATION COMPANY (SZC) LIMITED) whose registered office is at 90 Whitfield Street, London, England W1T 4EZ (Company Number 09284825) ("**SZC Co**"); and
- (3) WICKHAM MARKET PARISH COUNCIL of [address] ("Recipient").

### WHEREAS:

- (A) On 8 October 2021 SZC Co and the Councils entered into the Principal Deed pursuant to which SZC Co and the Councils committed to establish the Governance Groups in which the Recipient is invited to participate. This deed was subsequently varied by two deeds of variation dated 13 April 2022 and 6 May 2022 entered into by the same parties.
- (B) This Deed of Covenant is entered into for the purposes of ensuring that the Recipient attends and participates in the meetings of the Governance Groups and performs the obligations of such Governance Groups as set out in the Principal Deed.

### NOW THIS DEED WITNESSES as follows:

## 1. **DEFINITIONS AND INTERPRETATION**

1.1 In this Deed the following expressions shall have the following respective meanings unless the context otherwise requires:

# "Deeds of Variation" means:

- (a) The first deed of variation dated 13 April 2022 entered into by (1) East Suffolk Council (2) Suffolk County Council and (3) NNB Generation Company (SZC) Limited
- (b) The second deed of variation dated 6 May 2022 entered into by (1) East Suffolk Council (2) Suffolk County Council and (3) NNB Generation Company (SZC) Limited:

"Governance Groups" means the Wickham Market Working Group and Parish Councils; and

"Principal Deed" means the agreement pursuant to section 1 of the Localism Act 2011 and section 111 of the Local Government Act 1972 in relation to the development of Sizewell C entered into by (1) East Suffolk Council (2) Suffolk County Council and (3) NNB Generation Company (SZC) Limited dated 8 October 2021, as varied by the Deeds of Variation.

- 1.2 In this Deed unless a contrary intention is shown in this Deed, all expressions and phrases shall have the meaning ascribed to them in the Principal Deed.
- 1.3 Clause 8 of the Principal Deed shall apply to this Deed as if references therein to "this Deed" were references to this Deed.

# 2. RECIPIENT'S GOVERNANCE COVENANT

The Recipient covenants with SZC Co and the Councils: (i) to nominate a representative to attend (or nominate an alternate to attend) meetings of the Governance Groups; and (ii) to procure that its representative attends and participates in the meetings of the Governance

Groups and performs the obligations of such Governance Groups as set out in the Principal Deed.

### 3. RIGHTS OF THIRD PARTIES

It is not intended that any person who is not a party to this Deed shall have any right under the Contracts (Rights of Third Parties) Act 1999 to enforce any term of this Deed.

### 4. JURISDICTION

- 4.1 This Deed including its construction, validity, performance and enforcement and any dispute or claim arising out of or in connection with it or its subject matter or formation (including non-contractual disputes or claims) shall be governed by and construed in accordance with English law.
- 4.2 Each party irrevocably agrees that the courts of England and Wales shall have exclusive jurisdiction to settle any dispute or claim arising out of or in connection with this Deed or its subject matter or formation (including non-contractual disputes or claims).

# 5. **COUNTERPARTS**

This Deed may be executed in any number of counterparts, each of which is an original and all of which may together evidence the same agreement.

# 6. **DATE OF DELIVERY**

This Deed is delivered on the date of this Deed.

**IN WITNESS** whereof the parties hereto have executed this Deed on the date and year first before written

The COMMON SEAL of EAST	)
SUFFOLK COUNCIL was	)
hereunto affixed in the presence of:	)

Authorised signatory

The <b>COMMON SEAL</b> of	)
<b>SUFFOLK COUNTY COUNCIL</b> was	)
hereunto affixed in the presence of:	)

Authorised signatory

SIZEWELL C LIMITED acting by	(Signature of director)
in the presence of	
(Name of witness)	
(Address of witness)	

(Signature of witness)

Executed as a Deed by

(Address of Proper Officer)

(Signature of Proper Officer)

# WICKHAM MARKET PARISH COUNCIL acting by: (Signature of councillor) (Name of councillor) (Name of councillor) (Name of councillor) (Name of Proper Officer)