DEED OF COVENANT

THIS DEED is made

day of

2011

BETWEEN LALY PARAONE HADDON, RINGI BROWN, MARILYN O'BRIEN SHEARER, trustees of the NGĀTI MANUHIRI SETTLEMENT TRUST (the "governance entity")

AND

THE CROWN

BACKGROUND

- A. Under a deed of settlement dated 21 May 2011 between Ngāti Manuhiri and the Crown (the "deed of settlement"), the Crown agreed, subject to the terms and conditions specified in the deed of settlement, to provide certain redress to an entity to be established under clause 7.6.1 of the deed of settlement.
- B. The governance entity was established on 5 December 2011 as the entity to:
 - be established by Ngāti Manuhiri under clause 7.6.1 of the deed of settlement; and
 - receive the redress to be provided to the governance entity under the deed of settlement.
- C. As required by clause 7.6.2 of the deed of settlement, the governance entity enters into this deed with the Crown.

IT IS AGREED as follows:

1 COVENANT

- 1.1 The governance entity covenants with the Crown that, from the date of this deed, the governance entity:
 - 1.1.1 is a party to the deed of settlement as if it had been named as a party to the deed of settlement and had signed it;
 - 1.1.2 must comply with all the obligations of the governance entity under the deed of settlement; and
 - 1.1.3 is bound by the terms of the deed of settlement.
- 2 RATIFICATION AND CONFIRMATION OF ACKNOWLEDGEMENTS AND ACTIONS
- 2.1 The governance entity ratifies and confirms:
 - 2.1.1 all acknowledgements and agreements made by Ngāti Manuhiri in the deed of settlement; and

2.1.2 all rights and powers exercised, all waivers given, all amendments agreed to, and any other actions taken in relation to the deed of settlement, by the mandated negotiators and agrees to be bound by them.

3 INTERPRETATION

- 3.1 Unless the context requires otherwise:
 - 3.1.1 terms or expressions defined in the deed of settlement have the same meanings in this deed; and
 - 3.1.2 the rules of interpretation in the deed of settlement apply (with all appropriate changes) to this deed.

SIGNED as a deed on

day of

2011

SIGNED for and on behalf of NGĀTI MANUHIRI SETTLEMENT TRUST by the Trustees in the presence of:

Marilyn O'Brien Shearer

WITNESS

Name: Wyvern John Rosca Occupation: 6t R. Field Manager. Address: 38 Churchill Ave Manureura.

SIGNED for and on behalf of THE **CROWN** in right of New Zealand by the Minister for Treaty of Waitangi Negotiations in the presence of:

Christopher July &

WITNESS

Name: p. N. Chishman

Occupation: Ministrial Advisor Address: Parliamet Brilding, Wellington.