CLIFFORD CHANCE PENSION SCHEME

(Scheme Registration Number : 10137020)

ANNUAL REPORT

For the year ended 30 April 2009

CONTENTS

CLIFFORD CHANCE PENSION SCHEME : TRUSTEE AND ADVISERS

TRUSTEE : Clifford Chance Pension Trustees Limited, 10 Upper Bank Street, London, E14 5JJ

(The Trustee may be appointed and removed by the sponsoring employer, Clifford Chance London Limited and the Trustee Directors may be appointed and removed by Clifford Chance Pension Trustees Limited under its articles of association.)

BOARD OF DIRECTORS

Partners

Peter Charlton (resigned 11 February 2009)
David Dunnigan (appointed 11 February 2009)
Lynn Johansen
Jeremy Kosky (appointed 8 July 2008)
Robin Tremaine

Member Nominated

Alison Blackwell (appointed 8 July 2008)
Lorrayne Chapman (resigned 30 June 2008)
Ian Shay (appointed 1 July 2008)
Tim Sherwood-King (appointed 14 July 2009)
Andy Steward
Andrew Tromans (resigned 5 June 2009)

INVESTMENT MANAGERS

1. Legal & General Investment Management - One Coleman Street, London EC2R 5AA
2. Russell Investments (up to Sept 2009 only) - Rex House, 10 Regent Street, London SW1Y 4PE
3. Aegon Asset Management - Aegon House, Edinburgh Park, Edinburgh EH12 9SA
4. Liontrust Asset Management (up to Feb 2009 only) - 2 Savoy Court, London WC2R 0EZ
5. BlackRock Investment Management - Grenville Street, St Helier, Jersey JE1 0BR
6. Prudential M&G - Laurence Poutney Hill, London EC4R 0HH
7. Schroder Property Investment Management - 31 Gresham Street, London EC2V 7QA
8. Clerical Medical Investment Group - PO Box 174, Walton Street, Aylesbury, Bucks HP21 7YP
9. Equitable Life Assurance Society - Walton Street, Aylesbury, Bucks HP21 7QW
10. Scottish Widows plc - PO Box 902, 15 Dalkeith Road, Edinburgh EH16 5BU
11. Aviva Life & Pensions UK Limited - PO Box 520, Norwich NR1 3WG

SCHEME ACTUARY

Keith Poulson FIA,
Carnegie House, 21 Peterborough Road
Harrow, Middlesex HA1 2AJ

INVESTMENT CONSULTANTS

Aon Consulting Ltd,
Carnegie House, 21 Peterborough Road
Harrow, Middlesex HA1 2AJ

LEGAL ADVISERS

1. Clifford Chance LLP
10 Upper Bank Street,
London E14 5JJ

2. Sackers LLP
29 Ludgate Hill
London EC4M 7NX

AUDITORS

Deloitte LLP
3 Victoria Street, St Albans
Hertfordshire AL1 3TF

ADMINISTRATORS

Clifford Chance London Limited
10 Upper Bank Street, Canary Wharf
London E14 5JJ

BANKERS

National Westminster Bank PLC
21 Lombard Street, London EC3P 3AR

Scheme Constitution and Background

The Clifford-Turner Pension Scheme was formed and took effect from 1 January 1978, and following the merger between Clifford-Turner and Coward Chance was renamed, from 1 May 1988, the Clifford Chance Pension Scheme (the "Scheme"). Originally the Scheme only provided benefits linked to salary at retirement or leaving service (final salary benefits). A Money Purchase section was introduced in March 1996 and was made available to all existing eligible employees at that time, and thereafter all eligible new employees. From October 2002 the Scheme was no longer made available to new lawyers joining Clifford Chance and the Money Purchase section was no longer made available to any new entrant, and from January 2005 the Scheme was closed to all new entrants.

Clifford Chance Pension Trustees Ltd is the corporate trustee which administers the Scheme. At the start of the financial year in question, there were six Trustee Directors, three of whom being Scheme Members and the remaining three being partners in Clifford Chance LLP (the "Firm"). From July 2008 two additional Trustee Directors were appointed, one being a Scheme Member and the second a Partner in the Firm. Since July 2008 there have been eight Trustee Directors. Day-to-day administration of the Scheme is dealt with by the in-house pensions administration team, but the Trustee Directors retain overall control of the Scheme and the ability to exercise discretion over the payment of benefits as set down in the Trust Deed.

The purpose of the Scheme is to provide benefits for members and their dependants. The benefits, which are summarised below, are designed to provide a good level of income in retirement and to provide for the members' dependants on their death. The Scheme is not contracted-out of the State Second Pension (S2P), so both the basic and additional state pension benefits may be paid in addition to the pension from the Scheme.

The Scheme was an exempt approved scheme with HMRC and is now a registered scheme under the Finance Act 2004. The Scheme investments are held in a trust which is completely separate from the Firm's own funds.

The following is a summary of the benefit structures under the Scheme. It should be noted that the Trust Deed and Rules prevail in the event of any doubt or conflict.

Summary of Clifford Chance Pension Scheme - Final Salary section benefits

- A retirement pension from age 65 for men and women based on length of service and final pensionable salary (subject to an earnings "Cap" where appropriate) with an option to exchange part of the pension for a tax-free cash sum on retirement.
- The option of an early retirement pension to be paid at any time after age 50 (age 55 after 6 April 2010), subject to the consent of the Principal Employer and the Trustee Directors. This pension would be reduced to take account of the early payment.

- In the event of a member's death in service the following would be payable;
  - (i) lump sum equal to 4 x salary (subject to an earnings "Cap" where appropriate) together with the then value of any voluntary contributions the member may have made to the Scheme's investment options.
  - (ii) a widow's or widower's pension equal to 50% of the pension which the member would have received if service had continued to normal retirement date.
- If a member dies whilst in retirement, a widow's or widower's pension would be paid to a surviving legal spouse. This pension would be equal to 50% of the member's own pension before any part of that pension was exchanged for cash.
- If a member leaves the Scheme prior to normal retirement date having completed two years' pensionable service, their entitlement would be:-
  - (i) a deferred pension payable at normal retirement date with the option of early payment at any time after age 50 (age 55 after 6 April 2010) at a reduced rate.
  - (ii) automatic increases to the pension between the time of leaving the Scheme and the time the pension commences.
  - (iii) a 50% spouse's pension on death before or after retirement.
  - (iv) as an alternative to (i) (ii) and (iii), the value of the benefits could be transferred to another approved pension arrangement.
- Up until 6 April 1997 pensions in payment received discretionary increases which although not guaranteed, were equal to the increase in the Retail Prices Index for well over ten years. Increases to pensions in payment after 6 April 1997 have been guaranteed to be equal to the change in the RPI up to a maximum of 5% per annum. Any further increases (for example where the change in the RPI is over 5%) are provided only at the discretion of the Firm, by making a recommendation to the Trustee Directors.
- The Scheme is non-contributory on the part of the members as their employer meets the full cost of all the benefits.
- Members can choose to make voluntary contributions which will increase the benefits they eventually receive.

N.B. For members who joined the Scheme from 1 June 1989 the salary on which benefits are calculated is subject to a maximum under the Rules of the Scheme which in the tax year 2009/2010 is £123,600 (2008/2009: £117,600).

The Employer reserves the right to suspend or cease their future contributions, and subject to the consent of the Trustee Directors, to amend the Scheme Rules.

Summary of Clifford Chance Pension Scheme - Money Purchase section benefits

- A retirement pension from age 65 for men and women based and dependent on the cost of purchasing pensions at that time and the then value of the total funds built up in:
  - (i) a unitised fund, wholly managed by HSBC Asset Management Europe Limited until October 2002, a combination of HSBC, Frank Russell and Aegon after October 2002 and including Liontrust from December 2003 and Legal & General replacing HSBC from April 2007, with Liontrust later removed from February 2009; and/or
  - (ii) a with-profits contract, available from Clerical Medical since June 2001 and Equitable Life previously.

  There is an option to take part of the funds built up as a tax-free cash sum at retirement.

- The option of an early retirement pension to be paid at any time after age 50 (age 55 after 6 April 2010). This pension would take into account the higher cost of purchasing a pension at an earlier age.

- In the event of a member's death in service the following would be payable:-
  - (i) lump sum equal to 4 x salary (subject to an earnings "Cap" where appropriate) together with the then value of any voluntary contributions the member may have made to the Scheme's investment options;
  - (ii) the then value of the total funds built up in the Scheme's investment options, in respect of any Employer contributions, would be used to purchase a spouse or dependant pension, or any other benefits permitted by HMRC. The level of these benefits would be determined by the cost of providing such benefits at that time.

- If a member dies whilst in receipt of a retirement pension, a widow or widower pension would be paid to a surviving legal spouse only if the original retirement pension was purchased with an attaching cover for a spouse on death and not single life only. Any spouse's pension would then be paid at the rate purchased at retirement (normally 50% of the rate of pension on death).

- If a member leaves the Scheme prior to normal retirement date having completed two years' pensionable service, their total funds held in the Scheme's investment options would continue to be invested until:
  - (i) payment of retirement benefits are taken at any time after age 50 (age 55 after 6 April 2010).
  - (ii) death occurs before payment of retirement benefits are taken. The then value

of any voluntary contributions would be returned to the deceased's dependants or nominated beneficiaries and the then value of any Employer contributions would be used to purchase a spouse or dependant pension, or any other benefits permitted by the Inland Revenue, based on the cost of providing such benefits at that time.

(iii) as an alternative to (i) and (ii) the then value of the funds built up could be transferred to another approved pension arrangement.

- Although there are currently no pensions in payment from this section of the Scheme, increases to any pensions in payment after 6 April 1997 are guaranteed to be equal to the change in the RPI up to a maximum of 5% per annum.
- The Scheme is non-contributory on the part of the members. Employer contributions commence after two years' membership at the rate of 5% of pensionable salary up to age 35 and 10% from age 35. Service which has already been served: in continuous non-pensionable employment, in continuous pensionable employment without financial support from the Employer, or in continuous pensionable employment within the Final Salary section of the Scheme where no benefit entitlement has been accrued, will count towards the two years' membership period before the Employer contribution is made.
- Members can choose to make voluntary contributions which will increase the benefits they eventually receive.

N.B. For members who joined the Scheme from 1 June 1989 the salary on which benefits are calculated is subject to a maximum under the Rules of the Scheme, which in the tax year 2009/2010 is £123,600 (2008/2009: £117,600).

The Employer reserves the right to suspend or cease their future contributions, and subject to the consent of the Trustee Directors, to amend the Scheme Rules.

TRUSTEE'S REPORT - 30 APRIL 2009

Introduction

This will be the seventeenth occasion on which the full report and accounts of the Scheme have been prepared and a summary available to all members. In our report, we will review the events which have had a bearing on the Scheme over the accounting period. The accounts on pages 23 to 30 have been prepared and audited in accordance with the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996. The accounting period covered by this report is for the 12 months to 30 April 2009.

Member Nominated Trustee Directors (MNTDs)

Since 1997 there has been a formal procedure for the nomination and selection of members of the Scheme to serve as Directors of the Trustee. There are normally four MNTDs. During 2008 the Trustees agreed a new procedure for the nomination and selection of MNTDs. Three of the MNTDs will be active members drawn from the three member constituencies and the current MNTDs are: Tim Sherwood-King (Fee Earners); Andy Steward (Business Services) and Alison Blackwell (Legal Secretaries/Legal Support Managers). The fourth MNTD can be drawn from any of the three member constituencies or can be an existing pensioner; since July 2008 this has been Ian Shay (Pensioner).

Investment Strategy

At the beginning of the period the investment strategy was that originally agreed in December 2005 including a targeted increase in property. The target asset allocation agreed at that time was a split of 40.5% in UK Equities, 32% in Overseas Equities, 20% in UK long dated Corporate Bonds and the remaining 7.5% in Commercial Property.

HSBC Asset Management were replaced by Legal & General in 2007 to manage 50% of the UK Equities on an index-tracking (passive) basis, with the remaining 50% continuing to be managed by Liontrust Asset Management. This was the position until February 2009 after which point Liontrust assets were wholly managed on a temporary basis also by Legal & General (on a passive basis) until September 2009 when Majedie Asset Management were appointed to manage 50% of the UK Equity asset allocation on an active basis. Frank Russell Company Ltd managed the Overseas Equities until September 2009 whereafter assets were managed by a combination of Legal & General (on a passive basis), J P Morgan Asset Management, Walter Scott and Bedlam Asset Management. The assets in UK long dated corporate bonds are managed by Aegon Asset Management UK Plc (in their Core Plus and Long Core Plus funds) and the investment in Property is split between Prudential, Schroders and BlackRock (formerly Merrill Lynch).

The final transition of assets to all new managers will have been completed during the Scheme year ending 30 April 2010. The investment of future contributions will continue to be structured in order to complete the target allocation as far as is possible and practicable.

All of the managers will continue to be reviewed regularly and, should it be considered appropriate, subject to change at any time.

Trustee Board

In the twelve month period covered by these accounts, the Trustee Directors have met on seven occasions. The Trustees are kept up to date with the management of the funds through quarterly reports which include, where appropriate, details of the investments which the Scheme holds and statements of all transactions carried out.

Increases to Pensions in Payment and Deferred Pensions

In January 2009, pensions in payment from this Scheme were increased in line with the change in the Retail Prices Index (RPI) over the previous twelve months, resulting in an increase of 0.9%. Up until 1997 increases in line with inflation were not guaranteed however; in response to the requirement under the Pensions Act for pensions in payment, in respect of benefits accrued for service completed after 6 April 1997, to be increased by the change in the RPI (up to a maximum of 5% per annum) the sponsoring employer elected to extend this guarantee to pensions in payment for both pre- and post- 6 April 1997 service benefits. A subsequent change was made in the year ended 30 April 2005, in respect of benefits accrued for service completed after 6 April 2005, to be increased by the change in the RPI (up to a maximum of 2.5% per annum).

Deferred members who left the final salary section of the Scheme after 31 December 1985 continue to have all of their deferred pensions increased on 1 April each year by the change in the RPI over the previous twelve months (up to a maximum of 5% per annum where appropriate). This resulted in an increase of 3.8% on 1 April 2008 and, in view of a negative rate of RPI, 0% on 1 April 2009.

Benefit Statements

Individual benefit statements were issued to all members of the Final Salary section of the Scheme in October 2008 and October 2009, and these will continue to be issued every year. At the same time, members of the Money Purchase section of the Scheme have received a statement setting out the contributions paid and their value.

Actuarial Assumptions

The Trustee Directors appoint an independent actuary to assess and help ensure that the Scheme has sufficient assets to meet the potential liabilities under the Final Salary section as they fall due.

The actuary carried out a valuation of the Scheme as at 30 April 2007 and included in this annual report therefore are actuarial statements (pages 12 to 17) which was formally implemented from the date of certification, being 18 July 2008. The valuation confirmed that the ongoing contribution rate to provide the pension benefits promised under the Final Salary section increased from 10.1% to 10.4% of pensionable salary with backdated effect from 1 May 2007 and in this respect the Principal Employer agreed to implement early at this increased rate for the Scheme year ended 30 April 2008. In addition to this, the Principal Employer pays an insurance premium to cover the cost of providing the death in service lump sum benefit.

The Trustee Directors have agreed with the sponsoring and participating employers and the actuary, a Schedule of Contributions which sets out the rate and due dates for the payment of contributions to the Scheme. A Schedule was agreed dated 18 July 2008 with an ongoing contribution rate, under the Final Salary section, of 10.4% of pensionable salaries to take effect from 1 May 2007. Included in this annual report is the latest certificate from the actuary (page 12).

Contributions

Contributions due to the Scheme must be paid in accordance with the Schedule of Contributions as already mentioned. There were two Schedules in place setting out the contribution payments for the period covered by these accounts and were certified by the actuary on 6 May 2005 and 18 July 2008 respectively. The Schedule of Contributions require employer contributions for the Final Salary section of the Scheme to be paid by the end of the month following the end of the Scheme Year (i.e. by 31 May 2009 for the year ended 30 April 2009) and for the Money Purchase section of the Scheme to be paid by the end of the month following the month of payment of Salary to which they relate.

If contributions are not paid across to the Scheme by the Principal Employer within 30 days of the due date, the Trustees must advise the Pensions Regulator, and if not paid across within 60 days of the due date, the Trustees must inform the Scheme members.

Contributions due to the Scheme during the year ended 30 April 2009 were paid in accordance with the Schedule of Contributions.

Transfer Values and Buy Outs

All transfer values and buy outs paid from the Final Salary section of the Scheme on behalf of members who have left the Scheme have been calculated on an actuarial basis and verified in accordance with regulations under the Pension Schemes Act 1993. This basis provides as a minimum an amount consistent with that used for the purposes of Section 57 of the Pensions Act 1995, subject only to appropriate adjustments. All transfers take into account increases to pensions in payment, which up until 6 April 1997 were provided on a discretionary basis, and represent the full cash equivalent of the benefits members would have received had they opted for deferred benefits from the Scheme. Discretionary benefits, other than the discretionary increases to pensions in payment until 6 April 1997 referred to earlier, were not allowed for in the calculation of transfer values.

All transfer values received into the Scheme are treated as money purchase investments and benefits are thereafter provided on a value of fund basis.

Membership

As can be determined from the membership statistics below, the full membership of the Scheme together with the numbers of deferred members and pensioners has decreased. As the Scheme matures, the number of deferred members and pensioners will form an increasing proportion of the membership of the Scheme.

Membership Statistics

	CCPSFS Full Members	CCPSMP Full Members	PPP Holders(i)	LA Only Members(i)	CCPSFS/CCPSMP Deferred Members (ii)	CCPSFS Pensioners
At 30 April 2008	977	48	797	466	3,445	322
Joiners	-	-	170	65	-	-
Leavers (with no Scheme benefits)	-	-	(25)	(51)	-	-
Leavers (with deferred pension)	(71)	(4)	-	-	75	-
Transfers out of Scheme	-	-	-	-	(16)	-
Retirements	(16)	-	-	-	(16)	33
Deaths	-	-	-	-	(1)	(4)
At 30 April 2009	890	44	942	480	3,487	351

CCPSFS = Clifford Chance Pension Scheme Final Salary section

CCPSMP = Clifford Chance Pension Scheme Money Purchase section

PPP = Personal Pension Plan

LA = Life Assurance

Notes:-

(i) These employees remain covered for lump sum life assurance benefits only and includes trainee solicitors employed on fixed-term contracts.

(ii) Deferred members are employees who have left the Scheme but retain a right to a pension to be paid to them once they reach age 65 (or for some females, age 60).

Voluntary Contributions

Although the Scheme is non-contributory on the part of the members, there is an option for members to pay voluntary contributions to enhance the benefits eventually paid from the Scheme. This has continued to be a popular option with the members and, as at 30 April 2009, approximately 760 current and former members still have voluntary contributions invested in the Scheme. Until March 1996 these were invested entirely separately from the rest of the Fund through with-profits or unit-linked insurance policies with Equitable Life, Scottish Widows' and Aviva (formerly Norwich Union, CGU, General Accident and Provident Mutual). Since April 1996 a unitised Mixed Managed Fund was made available as an investment option, with assets managed alongside the assets of the Final Salary section of the Scheme.

Following Equitable Life's closure to new business in December 2000, a temporary deposit account option was made available to existing Equitable contributors and a with-profits investment option, operated by Clerical Medical, was subsequently set up and made available. From October 2004 a cash fund was also made available through Clerical Medical. Further details regarding the voluntary contribution investments are given in the Investment Report from page 18. Anyone who wishes to consider paying voluntary contributions should contact the pensions administration team for an application form. The value of individual members' voluntary contribution funds is notified to them on an individual basis each year.

Enquiries about the Scheme

All enquiries concerning either section of the Scheme should be made in the first instance to Andrew Darlison, 10 Upper Bank Street, Canary Wharf, London E14 5JJ. Alternatively, you can speak to any of the Trustee Directors.

If you have a problem or query about your Clifford Chance pension benefits, this should be referred to Andrew or one of the Trustee Directors. In the unlikely event that you are dissatisfied with the response and would like to make a formal request for your enquiry to be considered further, the Trustee Directors have set up, in accordance with the requirement under the Pensions Act, a procedure for dealing with such enquiries and this is known as the Internal Dispute Resolution Procedure (IDRP). Details of this procedure should already have been provided or made available to you. If you would like further information or have mislaid the papers outlining the procedure then please contact Andrew.

Should you still remain dissatisfied with the response having completed the IDRP, you can seek further advice from The Pensions Advisory Service (TPAS), an independent body funded by the Government or the Pensions Ombudsman, and both are located at 11 Belgrave Road, London SW1V 1RB. The Pensions Tracing Service has been set up primarily to assist in tracing pension benefits which have arisen from previous employment. The Scheme has been registered with this body, so any leavers from the Scheme would be able to go through them to trace their pension benefits if they were to lose contact with the Firm after leaving.

Statement of Trustee's Responsibilities

The financial statements are the responsibility of the Trustee. Pension scheme regulations require the Trustee to make available to scheme members, beneficiaries and certain other parties, audited financial statements for each scheme year which are in accordance with United Kingdom law and accounting standards (United Kingdom Generally Accepted Accounting Practices) and which:

- show a true and fair view of the financial transactions of the Scheme during the Scheme year and of the amount and disposition at the end of the Scheme year of the assets of the Scheme and of the liabilities of the Scheme (other than liabilities to pay pensions and benefits after the end of the Scheme year); and
- contain the information specified in the Schedule to the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, including a statement whether the accounts have been prepared in accordance with the Statement of Recommended Practice, 'Financial Reports of Pension Schemes (Revised May 2007)'.

The Trustee has supervised the preparation of the accounts and has agreed suitable accounting policies, to be applied consistently, making estimates and judgements on a reasonable and prudent basis.

The Trustee is also responsible for making available certain other information about the Scheme in the form of an Annual Report.

The Trustee is responsible under pensions legislation for ensuring that there is prepared, maintained and from time to time revised a Schedule of Contributions showing the rates of contributions payable towards the Scheme by or on behalf of the employer and the active members of the Scheme and the dates on or before which such contributions are to be paid.

The Trustee is also responsible for keeping records of contributions received in respect of any active member of the Scheme and for procuring that contributions are made to the Scheme in accordance with the Schedule of Contributions. Where breaches of the Schedule occur, the Trustee is required by the Pensions Act 1995 and 2004 to consider making reports to the Pensions Regulator and the members.

The Trustee has a general responsibility for ensuring that adequate accounting records are kept, for the system of internal control, for safeguarding the assets of the Scheme and hence for taking reasonable steps to prevent and detect fraud and other irregularities.

For and on behalf of the Trustee, Clifford Chance Pension Trustees Ltd.

AG Blackburn

Date: 30/11/09 (R. TREMAINE) Trustee Director

(A. BLACKWELL) Trustee Director

Certificate of schedule of contributions

Clifford Chance Pension Scheme

Adequacy of rates of contributions

1. I certify that, in my opinion, the rates of contributions shown in this schedule of contributions are such that the statutory funding objective could have been expected on 30 April 2007 to be met by the end of the period specified in the recovery plan dated 17 July 2008.

Adherence to statement of funding principles

2. I hereby certify that, in my opinion, this schedule of contributions is consistent with the Statement of Funding Principles dated 17 July 2008.

The certification of the adequacy of the rates of contributions for the purpose of securing that the statutory funding objective can be expected to be met is not a certification of their adequacy for the purpose of securing the scheme's liabilities by the purchase of annuities, if the scheme were to be wound up.

Signature: Keith Poulson	Date: 18 July 2008
Name: Keith Poulson	Qualification: Fellow of the Institute of Actuaries
Address: Aon Consulting Limited, Carnegie House, 21 Peterborough Road Harrow, Middlesex, HA1 2AJ	Name of employer: Aon Limited

THE CLIFFORD CHANCE PENSION SCHEME

SCHEDULE OF CONTRIBUTIONS (July 2008)

1. *Effective date of valuation*: **30 April 2007.**

2. *Period covered by this Schedule*: **the period beginning with the date of the certificate of the Scheme actuary in relation to this Schedule (which is attached to this Schedule) and ending on 31 October 2014.**

3. *Employers covered by this Schedule*: all participating employers in the Scheme with employees in pensionable service from time to time. At the date of this Schedule, the only participating employer is Clifford Chance London Limited ("**CC London**").

4. ***Rates of employer contributions***:-

4.1 Final Salary Section ongoing benefit accrual and expenses payable from Scheme funds - by each employer in respect of its employees in pensionable service under the Final Salary Section of the Scheme: **10.4% of Pensionable Salary.**

4.2 Money Purchase section - by each employer in respect of its employees in pensionable service under the Money Purchase Section of the Scheme who qualify for an employer contribution in accordance with the rules of the Scheme: subject as provided in Rule 5 of the Scheme, **5.0% of Salary, plus an additional 5.0% of Salary in respect of each such employee who has attained age 35.**

4.3 Final Salary Section deficit repair - CC London shall pay the following additional contributions in respect of deficit repair, in accordance with the Scheme recovery plan:

(a) In respect of each of the Scheme Years ending 30 April 2008 up to (and including) the Scheme Year ending 30 April 2014	£4.7m
(b) By 31 October 2014	£2.35m

The amount of each of the above payments (other than that in respect of the Scheme Year ending 30 April 2008) shall be increased annually in line with the increase in the Retail Prices Index (as defined in the Scheme rules) for the period from 1 January 2007 to 1 January preceding the start of the Scheme Year in respect of which the payment is due.

4.4 The employers shall in addition pay such further contributions (if any) as may be required from time to time in accordance with the provisions of the Scheme, including pursuant to Clause 24 of the Definitive Trust Deed of the Scheme (augmentation of benefits) and proviso (i) to Rule 5.2 of the Scheme (variable employer contributions in respect of a Money Purchase Member).

5. *Dates for payment of employer contributions:-*

5.1 The contributions under paragraph 4.1 and paragraph 4.3 above shall be payable annually in arrears by reference to each Scheme Year and are due for payment at the end of the month next following the end of the Scheme Year.

5.2 The contributions under paragraph 4.2 above shall be payable calendar monthly in arrears and are due for payment at the end of the month next following the month of payment of the Salary to which they relate.

6. *Netting-off against benefit payments* - the total of the contributions payable to the Scheme by CC London in respect of each Scheme Year shall, unless and until agreed otherwise by the Principal Employer and the Trustee, be reduced by an amount equal to the total of the benefit payments made by (or on behalf of) CC London on an agency basis for and on behalf of the Trustee.

7. *Date of this Schedule* - the date of this Schedule shall be the latest of the dates of signature under paragraph 8 below.

8. This Schedule has been agreed between CC London and the Trustee:-

Signed:...P. J. Charlton...**Trustee Director** **Date:**17/07/08

Signed:.......................**Trustee Director** **Date:**18/7/0

For and on behalf of Clifford Chance Pension Trustees Limited (as Trustee)

Signed:....................... **Date:**17/07/08

For and on behalf of Clifford Chance London Limited

Notes to the Schedule

(i) This Schedule supersedes the previous schedule of contributions for the Scheme (dated May 2005) with effect on and from the date of the certificate of the Scheme actuary in relation to this Schedule (which is attached to this Schedule). The contributions payable under paragraph 4.1 in respect of any period before the certification of this Schedule shall be reduced by the contributions paid under paragraph 4.1 of the previous schedule in respect of that period. The contributions payable under paragraph 4.3 in respect of any period before the date of certification of this Schedule shall be reduced by the amount of the deficit repair contributions that have been paid by CC London after 30 April 2007 and before the date of certification, on account of the amounts due under paragraph 4.3.

(ii) The employers have agreed that contributions in respect of employees in Pensionable Service under the Final Salary Section of the Scheme should be paid at the rate provided for in paragraph 4.1 of this Schedule with effect on and from 1st May 2007.

(iii) The Scheme is non-contributory for members. This Schedule does not refer to members' voluntary contributions, which are subject to a statutory payment regime.

(iv) Employer contributions are payable by reference to each active member's "Pensionable Salary" (for the Final Salary Section, paragraph 4.1) and "Salary" (for the Money Purchase Section, paragraph 4.2), each as defined in the rules of the Scheme.

(v) At the date of this Schedule, the "Scheme Year" for the Scheme is the period of 12 months beginning on 1 May in each year.

(vi) Throughout the Scheme Year the employers intend to make monthly contributions on account of the contributions due under paragraphs 4.1 and 4.3 of this Schedule. The on-account payments will be determined by the Scheme administrators on a level monthly basis by reference (in the case of paragraph 4.1 contributions) to the Pensionable Salary over the preceding Scheme Year (and making appropriate allowance for the netting-off arrangements referred to in paragraph 6 of this Schedule, if applicable). The Scheme administrators will aim to carry out a reconciliation of the total contributions due for the Scheme Year against the payments made on account, during the final month of each Scheme Year in order to determine the balancing payments to be made to the Scheme by the employers or the balancing prepayment credit for the employers (as the case may be). The employers will aim to ensure that the monthly on-account payments shall be made by the end of the month next following the month to which they relate.

(vii) For a member of the Money Purchase Section for whom a contribution is paid by his/her employer at the rate of 5.0% of Salary at the start of the Scheme Year and who attains age 35 during that Scheme Year, the additional 5.0% contribution referred to in paragraph 4.2 of this Schedule is payable only in respect of each month from (and including) the month in which the member attains age 35 or, if the member attains age 35 on or after the 16th day of that month, in respect of each month from (and including) the next following month.

(viii) Subject as provided in Clause 20 of the Definitive Trust Deed of the Scheme, the Principal Employer bears the administration and management costs and expenses (including PPF levy and other levies) of the Scheme (other than expenses connected with the investment of Scheme funds, which are provided for in the funding of the Scheme and paid from the Scheme funds) and the cost of life assurance premiums. The costs and expenses borne by the Principal Employer on behalf of or as agent for the Trustee are paid on an indemnity basis as they fall due for payment.

(ix) The certificate of the Scheme actuary in relation to this Schedule is attached to and forms part of this Schedule.

(x) This Schedule is subject to review at each triennial valuation of the Scheme and otherwise may be reviewed by agreement between the Scheme employers and the Trustee (in which case the revised schedule of contributions for the Scheme must again be certified by the Scheme actuary).

(xi) Save as provided by legislation, nothing in this Schedule shall affect the employers' rights and obligations regarding the payment of contributions to the Scheme in accordance with the rules of the Scheme from time to time and for the avoidance of any doubt:-

(a) The employers' contributions in respect of employees in pensionable service under the Money Purchase Section of the Scheme (paragraph 4.2 of this Schedule) shall be subject to variation, reduction and suspension in accordance with the provisions of Rule 5 of the Scheme.

(b) It shall not be a breach of the requirements of this Schedule for any employer to pay more contributions to the Scheme in any Scheme Year than are provided for in paragraph 4 of this Schedule.

Actuarial Certification of the calculation of Technical Provisions

Name of scheme: Clifford Chance Pension Scheme

Calculation of technical provisions

I certify that, in my opinion, the calculation of the scheme's technical provisions as at 30 April 2007 is made in accordance with regulations under section 222 of the Pensions Act 2004. The calculation uses a method and assumptions determined by the Trustee of the scheme and set out in the Statement of Funding Principles dated 17 July 2008.

Keith Poulson

Signature:

Date: 18 July 2008

Name: Keith Poulson

Qualification: Fellow of the Institute of Actuaries

Address: Carnegie House,
21 Peterborough Road,
Harrow
HA1 2AJ

Name of employer: Aon Limited

INVESTMENT REPORT - 30 APRIL 2009

At 30 April 2009, the assets of the Clifford Chance Pension Scheme had a total market value of £182.1m, compared to £216.8m at 30 April 2008. This Investment Report considers the investments of the Scheme for the twelve month period up to 30 April 2009.

Investment Management and Fees Basis

During the year to 30 April 2009, the investments of the Clifford Chance Pension Scheme were managed by Legal & General Investment Management, Liontrust Asset Management, Frank Russell Company and Aegon Asset Management. There was also an investment in property funds which at the end of the year was split between units in the Prudential Corporation Pensions Property Fund, the Schroder Exempt Property Unit Trust (Primary Units) and the BlackRock UK Property Fund.

Assets with Liontrust were temporarily managed by Legal & General on a passive basis from February 2009 until September 2009 at which point Majedie Asset Management were appointed to manage this 50% of the UK Equity asset allocation, on an active basis. The Overseas Equities were managed by Frank Russell until September 2009 whereafter assets were managed by a combination of Legal & General (on a passive basis), J P Morgan Asset Management, Walter Scott and Bedlam Asset Management (all assets were transferred during the scheme year ending 30 April 2010).

The Trustee Directors set investment guidelines, then delegate the day-to-day administration of the investments to the managers.

The investment management fees charged by all managers involve a cancellation of units in the pooled funds and are not expressed explicitly.

Investment Strategy

It is the responsibility of the Trustee Directors to identify objectives and to set an appropriate strategy to achieve them. In seeking to maintain investment returns, the Trustee Directors must have proper regard to an appropriate level of risk and the level of benefits to be provided.

It is the duty of the Trustee Directors to ensure that the assets of the Scheme are invested in such a way that long-term investment return is as high as possible whilst avoiding unnecessary risks. It is often the case that more risky investments can provide the highest level of return, but with higher potential return comes greater risk.

During the year, a broadly based portfolio of investments was maintained, covering UK and overseas ordinary company shares (equities), corporate bonds, property and cash.

In accordance with Section 35 of the Pensions Act, the Trustee Directors adopted a Statement of Investment Principles, in April 1997, setting out guidelines for the Investment Managers. The statement is kept under review periodically.

A copy of the latest statement is available on request from Andrew Darlison in the London office.

The Trustee Directors instruct the Investment Managers as to the general manner in which the funds should be invested. The long-term target is 40.5% in UK equities, 32% in Overseas Equities, 20% in Corporate Bonds and 7.5% in Commercial Property.

The managers are permitted to move away from these targets (within a range specified by the Trustee Directors). This mix of investments provided a suitable spread for the Scheme bearing in mind that, in pension scheme terms, the Scheme is relatively young, both in terms of the age of its membership and the length of time that the Scheme has been in operation. The mix of investments remained within the range specified by the Trustee Directors in the Statement of Investment Principles.

The managers aim to invest this portfolio in a manner which would enable them to produce real investment returns which adequately meet the long-term pension liabilities of the Scheme. The Trustee Directors report that the Scheme is prohibited from holding any employer related investments.

Scheme Investment Performance

The last performance report made available by the investment managers was as at 31 March 2009. Over the 12 month period ended 31 March 2009, the Scheme's assets returned -21.2% underperforming a benchmark return of -19.3% by -1.9%. The benchmark was the appropriate asset indices.

ASSET SECTOR RETURNS 1.4.08 - 31.3.09					
Equities		Bonds		Property	
Market	Index	Market	Index Movement	Market	Index Movement
UK	-29.3%	IBoxx £ Non Gilt fixed interest	3.2%	IPD UK Pooled Fund Indices	-26.2%
Europe (excl. UK)	-31.2%				
US	-15.0%				
Japan	-9.1%				
Far East (excl. Japan)	-22.4%				

Over a rolling three-year period the Fund achieved a return of -7.74% p.a. which was below the comparative asset indices. Over a rolling five-year period the Fund achieved a return of 3.37% p.a. which was also below the comparative asset indices.

INVESTMENT REPORT continued

Portfolio Activity

The table below shows the asset allocation distribution at 31 March 2008 and 2009.

Asset Distribution

	Clifford Chance Pension		Target Benchmark (*)	
	31.3.08	31.3.09	31.3.08	31.3.09
	%	%	%	%
UK - Quoted Equities	NIL	NIL	20.25	20.25
UK - Pooled Investment Vehicles, made up of:	68.5	70.1	47.75	47.75
Property Units (managed funds and unit trusts)	6.5	5.8	7.5	7.5
Corporate Bonds (unitised insurance policy)	20.6	26.4	20.0	20.0
Equities (units in pooled investment vehicle)	41.4	37.9	20.25	20.25
OVERSEAS - Pooled Investment Vehicles (units in Open Ended Investment Companies - OEICs)				
Equities, made up of:	31.5	29.9	32.0	32.0
US	9.1	9.3	9.6	9.6
Europe	9.1	8.6	9.6	9.6
Japan	6.3	5.3	6.4	6.4
Pacific Basin	6.6	6.7	6.4	6.4
TOTAL EQUITIES	72.9	67.8	72.5	72.5
CASH	-	-	-	-
TOTAL	100.0	100.0	100.0	100.0

*It should be noted that the target benchmark allocation to UK equities will be reviewed during the 2009-2010 scheme year, and once the assets previously with Liontrust Asset Management, currently invested on a temporary basis with Legal & General Investment Management, have been transferred to Majedie Asset Management. These will in future either be invested on a "Quoted" basis or through a "Pooled Investment Vehicle" and the target benchmark will be amended accordingly.

Voluntary Contributions (VCs)

Since March 1996 members have had the choice between two investment options for VCs, namely:

1. a with-profits arrangement, intending to provide steady growth; and
2. the unitised mixed asset fund investment, which is shared with the main pension scheme, but separately identified by the pensions administration team unitisation arrangements. This should provide higher returns in the longer term, but is likely to be more volatile in the short term.

A further investment option, a cash based fund operated by Clerical Medical, was made available from October 2004. There were however no assets held within the fund during the period covered by this report, although it is open for new contributions.

1. With-Profits Arrangement

The Trustee Directors originally selected Equitable Life as the office for members who wished to pay VCs on a with-profits basis. This decision was reviewed and Clerical Medical now operate the ongoing with-profits contract. The funds which support with-profits contracts invest in a diversified range of assets, but in order to support the guarantees offered by the contracts, the funds maintain a larger exposure to fixed interest investments and a correspondingly smaller amount in equities, compared to typical unit-linked managed funds.

Life Office with-profits contracts have a capital guarantee and a bonus structure which enables the capital value of an investment to accumulate steadily. The Clerical Medical policy offers an accumulation of "Bonus Interest" each year and a terminal bonus at the end of the contract term.

It is not possible to provide a sensible analysis of the performance for either the Equitable Life or Clerical Medical with-profits funds, or to compare them against other with-profits funds. This is primarily due to the changing bonus rates and adjustments under with-profit policies.

The Clerical Medical with-profits option has been available since June 2001. The with-profits fund invests in a wide range of stocks and shares. The returns achieved on these investments within their with-profits fund, and the potential dividends resulting from Clerical Medical's business profits, will determine the level of growth achieved by investors in the with-profits fund. This growth is achieved by way of a minimum guaranteed return added to member's funds each year ("bonus interest"). By awarding bonus interest, the With-Profits fund aims to smooth out any fluctuations in market performance. At retirement or on leaving the Scheme, members may also receive an additional bonus payment ("terminal bonus") to reflect the investment earnings from the with-profits fund. This will depend on the profits of Clerical Medical at that time and is not guaranteed.

The current bonus interest rate is 3.99%. The terminal bonus rates are reviewed by Clerical Medical every 6 months and the table below sets out the previous rates applying for funds maturing.

Year of payment (first payment under regular payments fund)	Regular payments fund : % of accrued fund		Special payments fund (for transfer and lump sum payments) : % of accrued fund	
	Current rates	Previous rates	Current rates	Previous rates
2008	-	-	-	-
2007	-	-	-	-
2006	2	4	5	5
2005	5	7	14	15
2004	9	11	24	26
2003	11	15	26	34
2002	12	17	18	30
2001	12	17	3	15

The decreases in the terminal bonus rates are partly a result of the decrease in the value of underlying assets of the with-profits fund (which is consistent with a decrease of assets in general).

2. Mixed Managed Fund

The investment selected by the Trustee Directors was the unitised fund which until October 2002 was wholly managed by HSBC Asset Management. After October 2002 the fund was being managed by a combination of HSBC Asset Management, Frank Russell Company and Aegon Asset Management.

Liontrust Asset Management was appointed from December 2003 and in early 2007 Legal & General Investment Management was appointed replacing HSBC Asset Management. Assets with Liontrust were temporarily transferred to Legal & General on a passive basis in February 2009 until September 2009 at which point Majedie Asset Management were appointed to manage this 50% of the UK Equity asset allocation on an active basis.

The Overseas Equities were managed by Frank Russell until September 2009 whereafter assets were managed by a combination of Legal & General (on a passive basis), J P Morgan Asset Management, Walter Scott and Bedlam Asset Management (all assets were transferred during the scheme year ending 30 April 2010).

This fund also includes the assets of the Final Salary section of the Scheme. The analysis is therefore provided within the main body of the investment section of this report.

Financial development of the Scheme

The financial statements show that the net assets at 30 April 2009 amounted to £182.1 million, a decrease during the year of -£34.7 million. Despite a continued excess of income (contributions plus investment income) the decrease reflected a significant reduction in the market value of investments.

Further details will be found in the financial statements which have been prepared and audited in accordance with the regulations made under section 41 (1) and (6) of the Pensions Act 1995.

CLIFFORD CHANCE PENSION SCHEME

FUND ACCOUNT FOR THE YEAR ENDED 30 APRIL 2009

	Note	2009			2008
		Final Salary £'000s	Money Purchase £'000s	Total £'000s	Total £'000s
Contributions and Benefits					
Contributions	3	11,024	454	11,478	11,737
Transfers in	4	76	-	76	82
		11,100	454	11,554	11,819
Benefits	5	(3,016)	(1)	(3,017)	(2,482)
Leavers	6	(341)	(160)	(501)	(1,656)
Other payments	7	(309)	(17)	(326)	(379)
		(3,666)	(178)	(3,844)	(4,517)
Net additions from dealings with members		7,434	276	7,710	7,302
Returns on investments					
Investment income	9	205	8	213	178
Change in market value of investments	11	(40,742)	(1,834)	(42,576)	(3,375)
Net returns on investments		(40,537)	(1,826)	(42,363)	(3,197)
Net (decrease)/increase in the fund during the year		(33,103)	(1,550)	(34,653)	4,105
Net assets of the Scheme At 1 May		208,026	8,759	216,785	212,680
At 30 April		174,923	7,209	182,132	216,785

CLIFFORD CHANCE PENSION SCHEME

STATEMENT OF NET ASSETS AS AT 30 APRIL 2009

	Notes	2009	2008
		£'000s	£'000s
Final Salary section			
Investment assets	11		
- Pooled Investment Vehicles		159,242	189,053
Voluntary Contributions		15,427	18,514
		174,669	207,567
Current Assets	12	254	459
		174,923	208,026
Money Purchase section			
Investment assets	11		
- Pooled Investment Vehicles		5,169	6,336
Voluntary Contributions		2,040	2,423
		7,209	8,759
Total net assets of the Scheme at 30 April		182,132	216,785

The financial statements summarise the transactions of the Scheme and deal with the net assets at the disposal of the Trustee. They do not take account of obligations to pay pensions and benefits which fall due after the end of the accounting period.

The actuarial position of the Scheme which does take account of such obligations is dealt with in pages 12 to 17 of this report and should be read in conjunction therewith.

These financial statements were approved by the Trustee

Signed on behalf of the Trustee, Clifford Chance Pension Trustees Ltd:

Trustee Director

(R.TREMAYNE)

Trustee Director

(A.BLACKWELL)

30/11/9

CLIFFORD CHANCE PENSION SCHEME

Notes to the accounts - 30 April 2009

1. General

The financial statements have been prepared in accordance with the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996 and with the guidelines set out in the Statement of Recommended Practice: Financial Reports of Pension Schemes (Revised May 2007).

2. Accounting Policies

(a) Contributions

Normal contributions from the employers have been made at the rates set out in the schedule of contributions in force for the Scheme year. Normal contributions relating to pensionable salary in the Scheme year have been recognised in these accounts.

Any employer's special contributions are recognised in the accounts on receipt. Such contributions have been made, with the agreement of the actuary, in order to enhance certain members' benefits by way of augmentation.

Members' voluntary contributions (VCs) are recognised in the accounts as soon as they are deducted from the payroll. VCs paid other than by payroll deduction are recognised on receipt. Internal transfers of VC investments are not recognised in the accounts as either transfers in or transfers out.

(b) Investment income

Interest income is accounted for on an accruals basis. Dividends from quoted investments are accounted for on the date when the shares first become ex-dividend.

Investment income is recognised in the accounts net of associated tax credits which are not recoverable by the Scheme. Any overseas withholding tax is recognised as income, but where this is not recoverable by the Scheme, it is shown separately as a tax charge.

(c) Pension Benefits

Pensions in payment and commutations are accounted for on an accruals basis.

(d) Transfers

Individual transfers into the Scheme are recognised in the accounts when payment has been received by the Trustee. Individual transfers out are recognised in the accounts when payment to the receiving scheme has been made.

(e) Investments

Pooled investment vehicles are stated at bid value reflecting the fair value at the year end date. These were valued at the mid-market value in the prior year. In accordance with the transitional provision of the Statement of Recommended Practice (Revised May 2007) the

Notes to the accounts - continued

comparatives have not been restated as the impact is not considered to be material.

The increase or decrease on the market valuation of investments over the period is included within the Fund Account.

(f) Foreign exchange

Assets denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the period end. Differences arising are dealt with in the Fund Account in the changes in market value.

3. Contributions

	Final Salary £'000s	Money Purchase £'000s	2009 Total £'000s	2008 Total £'000s
Employers' Normal				
- Clifford Chance London Limited	5,113	341	5,454	5,683
Deficit Funding (*)				
- Clifford Chance London Limited	4,891	-	4,891	3,319
Total payable under the Schedule of Contributions	10,004	341	10,345	9,002
In addition, the following amounts were paid:				
By Clifford Chance London Limited on behalf of the Scheme				
- Other (**)	20	-	20	1,555
- Premiums on term insurance policies	326	-	326	379
	346	-	346	1,934
Members' Voluntary				
- Unitised Fund	542	102	644	689
- Scottish Widows	2	-	2	3
- Aviva	3	-	3	4
- Clerical Medical	127	11	138	105
Total	11,024	454	11,478	11,737

(*) Clifford Chance London Limited paid deficit funding contributions in accordance with the Schedule of Contributions dated 18 July 2008. These will increase each year by the change in the Retail Prices Index until the last payment due by 31 October 2014.

(**) Additional employer contributions have been paid by Clifford Chance London Limited due to the fact that the latest Schedule of Contributions certified on 18 July 2008 was backdated to take effect from 1 May 2008.

4. Transfers in

	Final Salary £'000s	Money Purchase £'000s	2009 Total £'000s	2008 Total £'000s
Individual transfers in from other schemes	76	-	76	82

Notes to the accounts - continued

5. Benefits

	Final Salary £'000s	Money Purchase £'000s	2009 Total £'000s	2008 Total £'000s
Pensions	1,964	-	1,964	1,666
Commutations and lump sum retirement benefits	1,049	-	1,049	693
Lump sum death benefits	3	1	4	123
Total	3,016	1	3,017	2,482

6. Leavers

	Final Salary £'000s	Money Purchase £'000s	2009 Total £'000s	2008 Total £'000s
Individual transfers to other schemes	341	160	501	1,656

7. Other payments

	Final Salary £'000s	Money Purchase £'000s	2009 Total £'000s	2008 Total £'000s
Premiums on term insurance policies	309	17	326	379

8. Administrative Expenses

All administrative, legal, accounting and audit costs are borne by Clifford Chance LLP.

9. Investment Income

	Final Salary £'000s	Money Purchase £'000s	2009 Total £'000s	2008 Total £'000s
Interest on cash deposits	205	8	213	178

Movements in the value of the pooled investment vehicles are incorporated in the end year valuation of the investment.

10. Investment management expenses

Management fees in respect of pooled investment vehicles are recovered from the fund and units in issue and thereby reflected in the change in market values as set out in note 11.

Notes to the accounts - continued

11. Investment assets

The investments of the Scheme are divided between the Final Salary and the Money Purchase sections. The aggregate amounts for the Final Salary and Money Purchase sections are identified separately for information purposes.

	Value at 1 May 2008 £'000s	Purchases at cost £'000s	Sales proceeds £'000s	Change in market value £'000s	Value at 30 April 2009 £'000s
Final Salary section - Investment assets					
Pooled investment vehicles	189,053	36,788	(28,844)	(37,755)	159,242
Final Salary section - Voluntary Contributions					
Pooled investment vehicles	13,081	2,549	(1,986)	(2,684)	10,960
External VC investments	5,433	133	(796)	(303)	4,467
	18,514	2,682	(2,782)	(2,987)	15,427
Final Salary section - Totals					
Pooled investment vehicles	202,134	39,337	(30,830)	(40,439)	170,202
External VC investments	5,433	133	(796)	(303)	4,467
	207,567	39,470	(31,626)	(40,742)	174,669
Money Purchase section - Investment assets					
Pooled investment vehicles	5,321	980	(796)	(1,112)	4,393
External MP investments	1,015	76	(76)	(239)	776
	6,336	1,056	(872)	(1,351)	5,169
Money Purchase section - Voluntary Contributions					
Pooled investment vehicles	2,423	469	(369)	(483)	2,040
Money Purchase section - Totals					
Pooled investment vehicles	7,744	1,449	(1,165)	(1,595)	6,433
External MP investments	1,015	76	(76)	(239)	776
	8,759	1,525	(1,241)	(1,834)	7,209

The change in market value of investments during the year comprises all increases and decreases in the market value of investments held at any time during the year, including profits and losses realised on sales of investments during the year.

Transaction costs are included in the cost of purchases and sales proceeds. Transaction costs include costs charged directly to the Scheme such as fees, commissions, stamp duty and other fees. In addition to the transaction costs, indirect costs are incurred through the bid-offer spread on investments within pooled investment vehicles. The amount of transaction and indirect costs are not separately provided to the Scheme.

Notes to the accounts – continued

11. Investment assets (continued)

	Final Salary £'000s	Money Purchase £'000s	2009 Total £'000s	2008 Total £'000s
Pooled investment vehicles				
Managed funds - property	4,775	180	4,955	6,414
Unit trusts - property	4,099	155	4,254	6,154
Units in OEICs	51,767	1,957	53,724	66,720
Unitised insurance policies	42,744	1,616	44,360	42,218
Other	66,817	2,525	69,342	88,372
	170,202	6,433	176,635	209,878

Concentration of investment

The following investments represent more than 5% of the total value of the net assets of the Scheme.

	2009	2008
Legal & General Investment Management - UK Equity		
Market Value (£,000)	69,342	41,844
Percentage of net assets (%)	38.07%	19.30%
Aegon Asset Management - Long Core Plus		
Market Value (£,000)	30,960	28,292
Percentage of net assets (%)	17.00%	13.05%
Russell Investments - US Equity		
Market Value (£,000)	16,274	19,439
Percentage of net assets (%)	8.94%	8.97%
Russell Investments - European Equity		
Market Value (£,000)	15,666	19,659
Percentage of net assets (%)	8.60%	9.07%
Aegon Asset Management - Core Plus		
Market Value (£,000)	13,400	12,702
Percentage of net assets (%)	7.36%	5.86%
Russell Investments - Pacific Basin Equity		
Market Value (£,000)	12,295	14,212
Percentage of net assets (%)	6.75%	6.56%
Russell Investments - Japan Equity		
Market Value (£,000)	9,488	13,408
Percentage of net assets (%)	5.21%	6.18%

For those members electing to invest their own voluntary contributions (VCs) and/or the employer's contribution to the Money Purchase section a number of their assets are held separately in the form of insurance policies. The remainder of the assets are held in the form of units held in the main Unitised Fund. Members participating in these external arrangements and in the Unitised Fund receive an annual statement confirming the amounts held in their account and the movements in the year.

Notes to the accounts – continued

11. Investment assets (continued)

The aggregate amounts for the Final Salary and Money Purchase sections for all types of investments are as follows:

		2009 £'000s	2008 £'000s
Final Salary section			
Investment assets		159,242	189,053
Voluntary Contributions	- Internal	10,960	13,081
	- Scottish Widows	716	881
	- Aviva	140	188
	- Clerical Medical	2,100	2,680
	- Equitable Life	1,511	1,684
		174,669	207,567
Money Purchase section			
Investment assets	- Internal	4,393	5,321
	- Clerical Medical	680	857
	- Equitable Life	96	158
Voluntary Contributions	- Internal	2,040	2,423
		7,209	8,759

Contributions invested in the unitised fund are included in the main assets of the Scheme. All UK equity investments held were listed. All units in managed funds held during the year were controlled by companies registered in the U.K. The investments are invested in accordance with the Occupational Pension Schemes (Investment) Regulations 1996.

12. Current assets

			2009 £'000s	2008 £'000s
	Final Salary £'000s	Money Purchase £'000s	Total £'000s	Total £'000s
Cash at bank	254	-	254	459

13. Related Party Transactions

Four Directors of the Trustee Company have an interest as members of the Scheme. Where relevant benefits and contributions in respect of these members have been paid in accordance with the Schedules of Contributions. Clifford Chance LLP are the appointed legal advisers to the Scheme and Clifford Chance London Limited, the sponsoring employer and a service company which is funded by Clifford Chance LLP, are the appointed administrators for the Scheme.

INDEPENDENT AUDITORS' REPORT TO THE TRUSTEE OF THE CLIFFORD CHANCE PENSION SCHEME

We have audited the financial statements of Clifford Chance Pension Scheme for the year ended 30 April 2009 which comprise the fund account, net assets statement and the related notes 1 to 13. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the Trustee in accordance with regulation 3 of the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996 made under the Pensions Act 1995. Our audit work has been undertaken so that we might state to the Trustee those matters we are required to state to it in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Trustee for our audit work, for this report, or for the opinion we have formed.

Respective responsibilities of Trustee and auditors

The Trustee's responsibilities for obtaining audited financial statements prepared in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Trustee's Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements show a true and fair view in accordance with the relevant financial reporting framework and contain the information specified in the schedule to the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996 made under the Pensions Act 1995. We also report to you if, in our opinion, we have not received all the information and explanations we require for our audit, or if the information specified by law is not disclosed.

We read the other information presented with the financial statements as described in the contents section and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the Trustee in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Scheme's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other

INDEPENDENT AUDITORS' REPORT TO THE TRUSTEE OF THE CLIFFORD CHANCE PENSION SCHEME - continued

irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of the information in the financial statements.

Opinion

In our opinion:

- the financial statements show a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the financial transactions of the Scheme during the year ended 30 April 2009 and of the amount and disposition at that date of its assets and liabilities, other than the liabilities to pay pensions and benefits after the Scheme year end; and

- the financial statements contain the information specified in regulation 3 and the schedule to the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996.

Deloitte LLP

Deloitte LLP
Chartered Accountants and Statutory Auditors
St Albans, United Kingdom
30 November 2009

INDEPENDENT AUDITORS' STATEMENT ABOUT CONTRIBUTIONS TO THE TRUSTEE OF THE CLIFFORD CHANCE PENSION SCHEME

We have examined the summary of contributions to the Clifford Chance Pension Scheme for the year ended 30 April 2009 as set out in Note 3 to the accounts.

This statement is made solely to the Trustee in accordance with regulation 4 of the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996 made under the Pensions Act 1995. Our work has been undertaken so that we might state to the Trustee those matters we are required to state to it in an auditors' statement about contributions and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Trustee for our work, for this statement, or for the opinion we have formed.

Respective responsibilities of Trustee and auditors

The Trustee's responsibilities for ensuring that there is prepared, maintained and from time to time revised a schedule of contributions which sets out the rates and due dates of certain contributions payable towards the Scheme by or on behalf of the employer and the active members of the Scheme are set out in the statement of Trustee's responsibilities. The Trustee is also responsible for keeping records in respect of contributions received in respect of active members of the Scheme and for monitoring whether contributions are made to the Scheme by the employer in accordance with the schedules of contributions.

It is our responsibility to provide a statement about contributions paid under the schedules of contributions and to report our opinion to you.

Basis of statement about contributions

We planned and performed our work so as to obtain the information and explanations which we considered necessary in order to give reasonable assurance that contributions reported in the summary of contributions have in all material respects been paid at least in accordance with the schedules of contributions. For this purpose the work that we carried out included examination, on a test basis, of evidence relevant to the amounts of contributions payable to the Scheme and the timing of those payments under the schedules of contributions. Our statement about contributions is required to refer to those material breaches of the schedules of contributions which come to our attention in the course of our work.

Statement about contributions

In our opinion contributions for the Scheme year ended 30 April 2009 as reported in the summary of contributions have in all material respects been paid from 1 May 2008 to 17 July 2008 at least in accordance with the schedule of contributions certified by the actuary on 6 May 2005 and from 18 July 2008 to 30 April 2009 at least in accordance with the schedule of contributions certified by the actuary on 18 July 2008.

Deloitte LLP

Deloitte LLP

Chartered Accountants and Statutory Auditors

St Albans, United Kingdom

30 November 2009