

The Trustee may, from time to time, consult with counsel, who may be counsel to the Company, and shall be fully protected in acting on advice from such counsel with respect to legal questions.

In the event the Trustee shall deem it necessary to withhold any distribution pending compliance with legal requirements with respect to probation of estates, payment or provision for estate or inheritance taxes or for death duties or otherwise, the Trustee shall notify the Company and the Committee, and shall thereafter take no action, pending receipt of the Committee's instructions to distribute, and an agreement from the Company, in form satisfactory to the Trustee, to indemnify the Trustee from any liability arising out of non-compliance with such requirements.

Where any action which the Trustee is required to take, or any duty or function which it is required to perform, either under the terms of this agreement or under the general law applicable to it as Trustee under this agreement, can reasonably be taken or performed only after receipt by it from the Company, or from the Committee, of specific information, certification, direction, or instructions, the Trustee shall incur no liability in failing to take such action or perform such duty or function until such information, certification, direction or instruction has been received by it.

All requests, directions and instructions from the Committee to the Trustee shall be in writing, shall be signed by the Chairman or the Secretary of the Committee, and the Trustee shall act, and be fully protected in acting, in accordance therewith.

Any certificate, order, request or instructions referred to in this Agreement shall be deemed, for the purpose of this agreement, to have been signed by the appropriate officer of the Company or Committee if the Trustee believes the same to have been signed by such officer, and if a reasonable person would have had such belief.

The Trustee may, at any time, apply to the Committee for instructions or directions as to any matter over which such Committee is given