

## Special Resolution

OF

### LONDON COMPANY OF KINGDOM WITNESSES

Passed 9th February, 1951.

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At an EXTRAORDINARY GENERAL MEETING of the shareholders of the Company held at the registered office of the Company on Friday, February 9th, 1951, at 7 p.m., the following Special Resolution was proposed by Mr. W. H. Graham, seconded by Mr. E. A. Clay and passed unanimously, namely, that the Memorandum of Association of the Company be altered as follows:

- “(a) That Clause 3 (c) be amended by deleting the words “may seem to the Board of the Company” in lines 4 and 5 thereof and substituting the word “are” therefor.
- (b) That Clause 3 (d) be amended by deleting the words “may seem” in line 4 thereof and substituting the word “are” therefor.
- (c) That Clause 3 (e) be amended by deleting the words “may seem” in line 4 thereof and substituting the word “is” therefor.
- (d) That Clause 3 (g) be amended by deleting the words “may be thought” in line 2 thereof and substituting the word “are” therefor; by deleting the words “or otherwise expedient” in line 4 thereof; and by deleting the words “or benevolent” in lines 5 and 6 thereof.

- (e) That Clause 3 (ff) be amended by inserting the words "for the objects of the Company" immediately after the word "money" where that word occurs.
- (f) That Clause 3 (i) be amended by deleting the word "and" in line 2 thereof and inserting the words "and management" immediately after the word "registration" where that word occurs.
- (g) That the following words be inserted at the end of Clause 3: "Provided also that in case the Company shall take or hold any property subject to the jurisdiction of the Charity Commissioners or Board of Education for England and Wales, the Company shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the Directors or Managers or Trustees of the Company shall be chargeable for such property as may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as such Managers or Directors have been if no incorporation had been effected, and the incorporation of the Company shall not diminish or impair any control or authority exercisable by the Chancery Division, the Charity Commissioners or the Board of Education over such Managers or Directors, but they shall, as regards any such property, be subject jointly and separately to such control or authority as if the Company were not incorporated. In case the Company shall take or hold any property which may be subject to any trusts, the Company shall only deal with the same in such manner as allowed by law, having regard to such trusts."

S. E. REYNOLDS,

*Secretary.*