

THE COMPANIES ACT 1985

A COMPANY LIMITED BY GUARANTEE

RESOLUTION

of

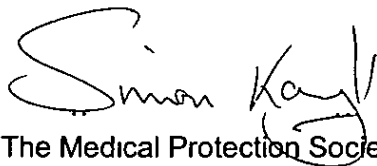
THE MEDICAL PROTECTION SOCIETY LIMITED

At the ANNUAL GENERAL MEETING of the above-named Company, duly convened and held at Chandos House, 2 Queen Anne Street, London, W1G 9LQ on Wednesday 13 June 2007 at 12 30p m the following resolution was passed as a Special Resolution

SPECIAL RESOLUTION

- i) THAT in keeping with recent changes to sections 293 and 294 of the Companies Act 1985, Article 27(1) and 27(2) concerning the need for members of Council to retire on reaching the age of seventy, should be deleted in its entirety
- ii) THAT Article 20 should be deleted in its entirety and replaced with

"Subject as hereinafter provided, the Council shall consist of not less than five and not more than fourteen members plus the chief executive and DPL chairman (each of whom shall by virtue of their office be a member of Council), in these Articles called "the Council Members" who shall be deemed, for all purposes of the Companies Acts, to be directors of the Society A majority of the Council Members shall be Medical or Dental Members but the membership of the Council shall at all times contain at least three non-medical non-dental professionals who are not members of MPS "



The Medical Protection Society Limited
(authorised signatory)

WEDNESDAY



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18/07/2007

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COMPANIES HOUSE