

## **Special Resolution**

**(passed 6 July 2004)**

It was resolved that the Articles of Association be amended as follows:

- (i) In Article 39, by the deletion of the words "other responsible officer" and the substitution therefore of the word "employee" and by the addition, at the end of the Article, of the following provisions:

"In the event of a member of the Boards who is a director or employee of a company, which is a Member, ceasing to be such a director or employee, if:

- (a) the member of the Board immediately becomes a director or employee of another Member; or
- (b) with the sanction of a specific resolution of the Board a discretionary period of grace is granted where the member of the Board does not immediately become a director or employee of another Member but gives written confirmation to the Association of his intention to continue working as a music publisher,

he shall be entitled to continue in office but only until the next annual general meeting of the Association or, in a case falling within paragraph (b) above (if earlier than the annual general meeting), the end of the period of grace if, by the end of that period, he has not become a Member or become a director or employee of another Member. At such annual general meeting the member of the Board may, subject to being eligible, offer himself for re-election".

- (ii) In paragraph (d) of Article 49, by the deletion of the words "other responsible officer" and the substitution therefore of the word "employee" and by the addition of the following new paragraph:

- (j) (subject to the provisions of Article 39) if he ceases to be a Member of the Association or a director or employee of a company which is a Member."

