

No. 889791

THE COMPANIES ACT 1985  
ASHORNE HILL MANAGEMENT COLLEGE

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SPECIAL RESOLUTION

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Passed at an EXTRAORDINARY GENERAL MEETING of the College duly convened and held at the College on Thursday, 30<sup>th</sup> March 2006.

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SPECIAL RESOLUTION

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That the Memorandum of Association of the College be altered in the manner following, namely:-

- i. That, **Article 5:** be changed by deleting in its entirety the existing article and substituting the following:
- ii. "The Membership of the College shall consist of persons and corporate bodies engaged or carrying on business in the Iron and Steel Industry ('the Industry') in the United Kingdom or working for a UK based organisation (or, in the case of a corporation any of its subsidiaries) in the Industry; or who or which have an interest in promoting the objects of the College."
- iii. That, **Article 15:** be changed by deleting in its entirety the existing article and substituting the following:

"No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business; save as herein otherwise provided, four members of the College present in person or by representative or proxy shall be a quorum."

- iv. That, **Article 34:** be changed by deleting in its entirety the existing article and substituting the following:

The Board of Governors shall not, unless otherwise determined by an Ordinary Resolution of the College, be less than 8 nor more than 12 in number".

- v. That, **Article 36a** be changed by deleting in its entirety the existing article and substituting the following:

"The Board of Governors shall be constituted by not more than 6 Governors nominated and appointed by British Steel Corporation ('the Corporation') or its legal successors."

- vi. That, **Article 36e**: be changed by deleting in its entirety the existing article and substituting the following:

"The Board of Governors may co-opt and determine the period of office of not more than 6 persons (such number to include any persons co-opted to the Board prior to the date of adoption of the Article and serving thereon at that date) to be additional Governors who in the opinion of the Governors are qualified to become Governors by reason of their academic standing or otherwise."

P F LORMOR  
Chairman