

[COPY]

special resolution(s)

J378(2)

name of company

Company Number

924280

THE FREWEN EDUCATIONAL TRUST

Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at Frewen College, Brickwall, Northiam, Rye, East Sussex on the Third day of February 19 95

the following SPECIAL RESOLUTION(S) was/were duly passed:-

That Article 33 of the Articles of Association be deleted and the following wording substituted therein. "The Headmaster for the time being of any school owned or carried on shall ex officio be a member of the Governing Body but he shall not be entitled to vote as such member in respect of any question effecting a salary or any other matter in which he is financially interested and if he should so vote his vote shall not be counted nor shall he be reckoned for the purposes of constituting a quorum of the Governing Body. His appointment as a member of the Governing Body shall not be subject to requirements of Article 40."

That Article 37 be abolished and deleted from the Articles.

To adopt the new Memorandum and Articles of Association.



TSU/HG/TW490
JORDAN & SONS LIMITED
21 ST. THOMAS STREET
BRISTOL BS1 6JS

SIGNED

[Signature]
Company Secretary

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.