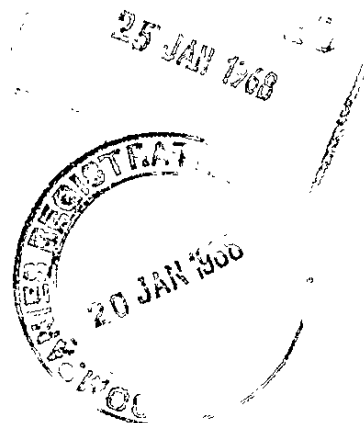


No. of  
Company } 926329

# THE COMPANIES ACT, 1948.



## Declaration of Compliance with the Requirements of the Companies Act, 1948, on Application for Registration of a Company.

*Pursuant to Section 15 (2).*

Name  
of  
Company { FEDERATION OF OILS, SEEDS & FATS ASSOCIATIONS  
  
 Limited.

PUBLISHED AND SOLD BY  
WATERLOW & SONS LIMITED,  
LAW AND COMPANIES' STATIONERS AND REGISTRATION AGENTS,  
85 & 86, LONDON WALL, LONDON, E.C.2;  
107, PARK LANE, MARBLE ARCH, W.1;  
77, COLMORE ROW, BIRMINGHAM, 3; 109, THE HEADLOW, LEEDS, 1.

Presented by P.S. Collison,

24 St. Mary Axe, London, E.C.3.

I GEORGE SARKIS KURKJIAN

of 1 Leadenhall Street, London E.C.3.

(a) "A Solicitor of  
the Supreme Court (or  
in Scotland a Solicitor)  
engaged in the forma-  
tion."

or  
"A Person named in  
the Articles of Asso-  
ciation as a Director  
or Secretary."

Do solemnly and sincerely declare that I am <sup>(a)</sup> \_\_\_\_\_

A person named in the Articles of Association as a  
Director

of Federation of Oils, Seeds & Fats Associations

Limited

And that all the requirements of the Companies Act, 1948,  
in respect of matters precedent to the registration of the said  
Company and incidental thereto have been complied with, and I make  
this solemn Declaration conscientiously believing the same to be true and  
by virtue of the provisions of the Statutory Declarations Act, 1835.

Declared at 1 Leadenhall Street  
in the City of London

the 19<sup>th</sup> day of January  
one thousand nine hundred and eighty-eight

Before me,

[Signature]  
(A.T.M. Carr)

\* Delete as  
necessary.

\*A Commissioner for Oaths.  
Notary Public.  
Justice of the Peace.

[Signature]

13/1-  
GD  
THE COMPANIES ACT 1948

Company limited by Guarantee and not by shares

MEMORANDUM OF ASSOCIATION

926329  
of the

285503  
COMPANIES

REGISTRATION OF CAPITAL

FEDERATION OF OILS, SEEDS AND FATS ASSOCIATIONS  
LIMITED

1. The name of the Federation is "Federation of Oils, Seeds and Fats Associations" (Hereinafter called the Federation).

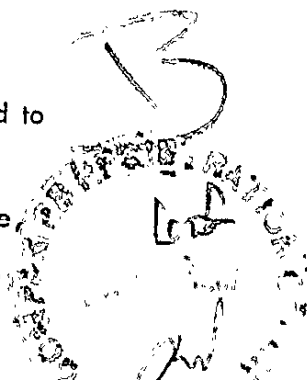
2. The Registered Office of the Federation will be situated in England.

3. The objects for which the Federation is established are :-

- a) To promote trade in oils, oilseeds and fats and kindred articles, and to provide for the accurate sampling, analysis and examination of the same, and the ascertaining and certifying of the results thereof.
- b) To establish in the oils, oilseeds and fats and kindred trades (hereinafter called the trade) uniformity in commercial usages, especially with regard to forms of contract, and other documents connected with the trade, and to formulate, settle and approve, and from time to time circulate equitable and convenient forms of contract, and any other document which may be of use to the trade, and as far as possible to promote the voluntary adoption of such contracts or other documents by members of the trade generally provided that no obligation shall be imposed on the members of the Federation to adopt any such contract or other documents that may be approved by the Federation, but that such adoption and observance shall be voluntary only.
- c) The Federation shall not promote, encourage or facilitate any steps tending directly or indirectly to prevent or restrict competition either between members or between members and non-members whether by way of controlling prices, terms, markets or otherwise.
- d) To obtain any provisional order or Act of Parliament for enabling the Federation to carry on any of its objects and to institute, promote, support or oppose legislative or other measures or proceedings affecting the interest of the trade and generally to consider questions concerning the trade.



25 JAN 1968



- e) To collect statistical and other information relating to the trade.
- f) To promote uniformity of Rules of Arbitration and Appeal within the member Associations for the settlement of disputes arising out of transactions in or relating to the trade. To set up and establish Rules for Committees of Appeal for the settlement of disputes arising out of Arbitration Awards issued by the member Associations.
- g) To purchase, take on lease or/and exchange, hire, borrow or otherwise acquire any real or personal property, any rights or privileges necessary or convenient for purposes of the Federation.
- h) To manage, improve, invest, sell, lease, mortgage or otherwise deal in all or any part of the property and funds of the Federation.
- i) To procure the Federation to be registered or recognised in any foreign country or place.
- j) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants and other negotiable or transferable instruments.
- k) To establish and maintain laboratories, libraries of books and other works and publications relating to the trade.
- l) To introduce any reforms and undertake any arrangements which from time to time may commend themselves to the Council with a view to promoting and protecting commercial and other useful objects connected with the trade for the benefit of the members thereof and generally to do all such other lawful things as may be conducive or incidental to the attainment of the above objects or any of them.

Provided always that the Federation shall not support with its funds or endeavour to impose on or procure to be observed by its Members or others, any regulations, restrictions or conditions which as an object of the Federation, would make it a trade union.

4. The liability of the members is limited.

5. Every Member of the Federation undertakes to contribute to the assets of the Federation in the event of the same being wound-up during the time that he is a Member, or within one year thereafter to pay off the debts and liabilities of the Federation effected before the time in which he ceases to be a Member and the cost, charges and expenses of winding-up same, and


for the adjustment of the rights of the contributors amongst themselves such amount as may be required not exceeding £100.

6.

The income and property of the Federation, whensoever derived, shall be applied solely towards the promotion of the objects of the Federation as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the Members of the Federation.

Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Federation, or to any member of the Federation in return for any services actually rendered to the Federation nor prevent the payment of interest at a rate not exceeding bank rate plus 1% per annum on money lent or reasonable and proper rent for premises demised or let by any member to the Federation; but so that no member of the Council of Management or Governing Body of the Federation shall be appointed to any salaried office of the Federation or any office of the Federation paid by fees, and that no remuneration or other benefit in money or money's worth shall be given by the Federation to any member of such Council or Governing Body, except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Federation.

Provided that this provision shall not apply to any payment made to any Member of the Federation whether a Member of the General Committee or Governing Body or not, in respect of fees at a reasonable and proper rate for acting as Arbitrator or Member of a Board of Appeal.

 The sixth paragraph of this Memorandum contains conditions to which a licence granted by the Board of Trade to the Federation in pursuance of section 10(1) of the Companies Act, 1946, is subject

7.

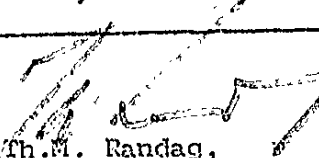
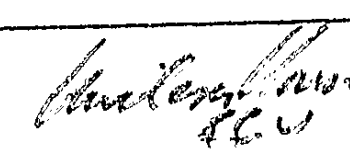
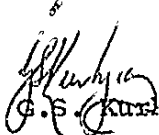
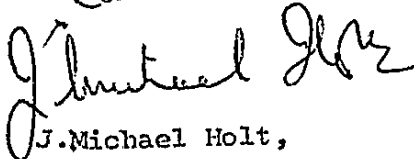
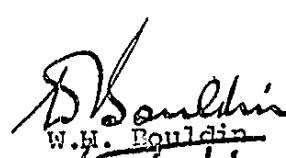
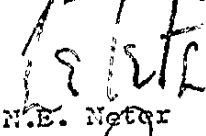
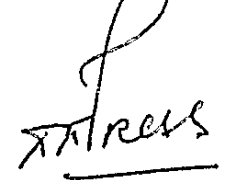
If upon the winding up or dissolution of the Federation there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Federation, but shall be given or transferred to some other institution or institutions having charitable objects similar to the objects of the Federation, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at

...../

least as great as is imposed on the Federation under or by virtue of Clause 6 hereof, such institution or institutions to be determined by the members of the Federation at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.


WE, the several persons whose names and addresses are subscribed,  
are desirous of being formed into an Association, in pursuance  
of this Memorandum of Association.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

 J.E.M. Randag,	 1, Leadenhall St. E.C.3	Company Director.
 G.S. Kurkjian,	India Buildings Water Street. Liverpool 2.	Company Director
 J. Michael Holt,	10/114 Duke's Place London E.C.3.	Produce Merchant.
 W.H. Bouldin	Bridgwater House, Great Suffolk Street, S.E.1.	Company Director
 N.E. Neter	London Copra Association 24. St. Mary Axe E.C.3	Produce Merchant
 A.A. Press	Minster House London E.C.4.	Company Director.

Dated this *Thirteenth* day of November. 1967

Witness to the above Signatures:-

  
P.S. Collison.  
24 St. Mary Axe, E.C.3.  
Certified Accountant.

WE, the several persons whose names and addresses are subscribed,  
are desirous of being formed into an Association, in pursuance  
of this Memorandum of Association.

---

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

---

J.E.Th.M. RANDAG, Unilever House, London E.C.4.  
Company Director

G.S. KURKJIAN, 1 Leadenhall Street, S.E.1.  
Company Director

J.M. HOLT, India Buildings, Water Street, Liverpool  
Company Director

G.J. BRIDGE, 10/14 Duke's Place, E.C.3. Produce Merchant

W.H. BOULDIN, Bridgwater House, Gt.Suffolk Street, S.E.1.  
Company Director

N.E. NETER, London Copra Association, 24 St.Mary Axe, E.C.3.  
Produce Merchant

A.A. PRESS, Unilever House, London E.C.4.  
Company Director

---

Dates this ..... Thirteenth day of November, 1967.

Witness to the above Signatures:-

P.S. Collison

24 St. Mary Axe, E.C.3.  
Certified Accountant



25 JAN 1968

The Companies Act 1948  
Company limited by Guarantee and not having a share capital

Articles of Association of the  
FEDERATION OF OILS, SEEDS AND FATS ASSOCIATIONS  
LIMITED  
PRELIMINARY



In these Articles:-

"The Act" means the Companies Act 1948

When any provision of the Act is referred to, the reference is to such provision as modified by any statute for the time being in force

"The Seal" means the Common Seal of the Federation.

"The Federation" means the "Federation of Oils, Seeds and Fats Associations Limited"

"The Council" means the Council for the time being of the Federation.

Words importing persons shall include corporations and words importing the singular number only shall include the plural number and vice versa.

#### MEMBERS

The number of members with which the Federation proposes to be registered is twenty but the Council may from time to time register an increase of members

The subscribers to the Memorandum of Association (hereinafter called "Direct Members"), The Incorporated Oil Seed Association, The London Copra Association, The London Oil and Tallow Trades Association and the Seed, Oil, Cake and General Produce Association shall be the first members of the Federation. Membership shall be open to such other Associations, being corporate bodies or not, which the Council shall from time to time admit to membership

Any Member may leave the Federation by giving three calendar months notice in writing to the Secretary of his intention so to do. Any Member not giving such notice within three calendar months of the ending of the financial year of the Federation shall be liable to pay such subscription as may be called for for the ensuing year.

The Annual subscription in the case of a member elected during any current year, shall be payable within fourteen days after his election shall have been notified to him by the Secretary of the Federation.

An elected member shall not be entitled to vote or exercise any of the rights or privileges of a member until he shall have paid all monies payable by him to the Federation upon his election, and if three months after his election shall have been notified to him in writing by the Secretary, he shall make default in such payment, he shall, on the expiration of such three months cease to be a member. Any member who after the expiration of three months shall not have paid his subscription or any other monies due, shall cease to be a member.

#### GENERAL MEETINGS

The first General Meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Federation as the Council may determine. Subsequent General Meetings shall be held once in every year (not being more than fifteen months after the holding of the last preceding General Meeting) at such time and place as the Council may from time to time determine.

The above General Meetings shall be called Annual General Meetings, and all other General Meetings shall be called Extraordinary General Meetings.

The Council may, whenever they think fit, and shall on a requisition in writing by any two members of the Federation, convene an Extraordinary General Meeting.

0. Any requisition made by such members must state the object of the meeting proposed to be called, and must be signed by the requisitionists and be deposited at the Registered Office of the Federation.
1. On receipt of a requisition, the Council shall forthwith proceed to convene a General Meeting. If they do not proceed to convene a meeting within twenty-one days from the date of the requisition being deposited, the requisitionists may themselves convene a meeting

## NOTICE OF GENERAL MEETINGS

2. An Annual General Meeting and a meeting called for the passing of a Special Resolution shall be called by giving twenty-one days notice at least, and any other General Meeting shall be called by giving fourteen days notice at least. The notice shall be sent to the members and shall specify the place, the day and the hour of the meeting. If other than routine business is to be transacted, the notice shall specify the general nature of such business, and if any Extraordinary or Special Resolution is to be proposed then the notice must contain a statement to that effect. The accidental omission to give notice of a meeting to or the non-receipt of such notice by any member shall not invalidate the proceedings of any General Meeting.

## PROCEEDINGS AT GENERAL MEETINGS

3. All business shall be deemed special that is transacted at an Extraordinary Meeting and all business that is transacted at an Annual Meeting shall also be deemed special, with the exception of following routine business, the consideration of accounts, balance sheet and reports of the Council and Auditors and the appointing of vacancies in the offices of Council or Auditors.
4. No business shall be transacted at any General Meeting unless a quorum be present at the commencement of the meeting. A quorum necessary for the transaction of business shall consist of at least one representative of each member association.
5. If within half-an-hour from the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to such other day or such time and place as the Council may determine, and if at the adjourned meeting a quorum is not present within half-an-hour from the time appointed for the meeting the members present shall be a quorum.
6. The President or in his absence the Vice-President of the Federation or in the absence of both, a member of the Council chosen by the meeting shall preside as Chairman.
7. The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

- 18 At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands.

#### VOTES OF MEMBERS

19. Every member association shall have one vote and no more. Direct members shall have no vote.

#### CORPORATIONS ACTING BY REPRESENTATIVES

20. Any corporate body which is a member of the Federation may by resolution of its directors or other governing body authorise such person or persons as it thinks fit to act as its representative at any meeting of the Federation and the person so authorised shall be entitled to exercise the same powers on behalf of the corporate body which he represents as that corporate body could exercise.

#### COUNCIL

21. The Council shall consist of such persons nominated by each member Association as provided by the bylaws, rules and regulations.

#### POWERS OF THE COUNCIL

22. The Council shall have the entire supervision, control disposition and management of the affairs, property and business of the Federation and generally may exercise all such powers and do all such things as they may consider necessary for or conducive or incidental to the management of the affairs and property or for effecting the objects of the Federation, as are not by the constitution required to be exercised by the Federation in General Meeting, subject nevertheless to the provisions of the constitution and to the regulations not inconsistent with the constitution but no regulation of the Federation shall invalidate any prior act of the Council which would have been valid if such regulation had not been made
23. The several persons hereinafter named shall be the first members of the Council:-
24. There shall be a President, Vice-President and Treasurer of the Federation who shall hold office for such period and upon such terms as may be prescribed by the bylaws of the Federation. The first President shall be J. E. THOMAS RANDAG the first Vice-President shall be G. S. KURKJIAN and the first Treasurer shall be J. M. HOLT.

25. The first Council shall hold office until such time as a new Council has been appointed in accordance with the byelaws and rules and regulations of the Federation.
26. The Council may, from time to time, make byelaws rules or regulations with regard to the Federation and may at any time and from time to time annul, or vary or amend any byelaws, rules or regulations so made and may in particular make byelaws and regulations within the meaning of this clause:-
- a) As to the constitution of the Council and method of election or appointment of its members
  - b) As to eligibility for membership of the Federation.
  - c) As to suspension or expulsion from membership.
  - d) As to the appointment and duties of Committees or others in connection with the business of the Federation and as to the appointment, qualification, disqualifications, duties, functions, powers and privileges of members of any such committees.
  - e) For determining the manner of electing or appointing the members of the Council, the period of their continuation in and the manner of their retirement by rotation or otherwise from the Council.
  - f) As to the manner of electing or appointing a President, and Vice-President and other officers of the Federation, their terms of office and the manner and time in which any vacancy in the office of President, Vice-President or in the Council by death, resignation, disqualification, or otherwise shall be filled.
  - g) For deciding the times and places at which meetings of the Council shall be held and the proceedings and the manner of voting thereat
  - h) Fixing the amounts of subscriptions or contributions to be paid by the member associations and the dates of payment thereof and the periods in respect of which the same shall be payable
  - i) To appoint and employ for the purposes of the Federation any person on such terms as to their duties, powers, duration of office or employment, remuneration and otherwise as the Council shall think fit, and also to remove or discharge from service of the Federation any person for the time being in

6

i) continued

that service, except the Auditors.

j) To exercise in the name and on behalf of the Federation, in accordance with the Act, the use of the Common Seal of the Federation.

k) For generally carrying the objects of the Federation into effect.

Provided always:-

(i) That such byelaws, rules or regulations made by the Council as aforesaid shall not be contrary to the Memorandum and Articles of Association and

(ii) That no such byelaw, rules or regulations or any alteration, change, amendment, variations or annulment of any of the same shall have any force or effect unless the same shall have been approved and confirmed by the member Associations to which notice of the intention to approve and confirm, alter, change, amend, vary or annul such byelaws, rules or regulations has been duly given. But so that and to the extent that any byelaws, rules or regulations for the time being so made, approved and confirmed shall be binding on the members of the Federation and shall have full effect accordingly.

#### THE SEAL

27. The Council shall provide for the safe custody of The Seal, which shall not be affixed to any instrument except by the authority of a resolution of the Council or Finance Committee and shall be so affixed in the presence of two members of the Council and the Secretary, all of whom shall sign every instrument to which the seal is so affixed in their presence

#### SECRETARY

28. The Secretary shall be appointed by the Council for such time, at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The provisions of sections 177 and 179 of the Act shall apply and be observed. The Council may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

### ACCOUNTS

9. The Council shall cause proper books of account to be kept with respect to :-
- a) All monies received and expended by the Federation and the matters in respect of which the receipt and expenditure takes place.
  - b) The Assets and liabilities of the Federation
10. The books of account shall be kept at the registered office of the Federation or at such other place as the Council thinks fit, and they shall be open to the inspection of the members of the Council, and subject to any reasonable restriction shall be open to inspection by any person duly authorised by a member Association.
11. The Council shall in accordance with the Act cause to be prepared circulated to members and to be laid before the Federation in General Meeting, such income and expenditure accounts, balance sheets and reports as are required by the Act.

### AUDIT

12. Auditors shall be appointed and their duties and retirement regulated in accordance with the provisions of the Act.

### NOTICES

13. Any notice or document may be served by the Federation on any member either personally or by sending it by post to him or his registered address or to such other address as he may supply to the Federation for the giving of notice to him. Where notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of 48 hours after the letter containing the same is posted and in any other case at the time at which the letter would be delivered in the ordinary course of post.

### INDEMNITY

Subject to the provisions of the Act every member of the Council, Auditor, Secretary or other officer of the Federation shall be entitled to be indemnified by the Federation against all costs, charges, losses, expenses and liabilities incurred by him in execution and discharge of his duties or in relation thereto.

### DISSOLUTION

The Federation may at any time be dissolved by a unanimous resolution of all the members, at an extraordinary General Meeting called for the purpose of passing such a resolution. If upon such dissolution of the Federation there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Federation but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Federation, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed on the Federation by virtue of its Memorandum of Association, such institution or institutions to be determined by the members of the Federation at or before the time of dissolution and if and so far as effect cannot be given to such provision, then to some charitable object

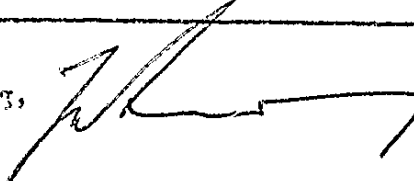


---

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS


---

J.E.Th.M. Randry,


 Unilever House,  
E.C.4.

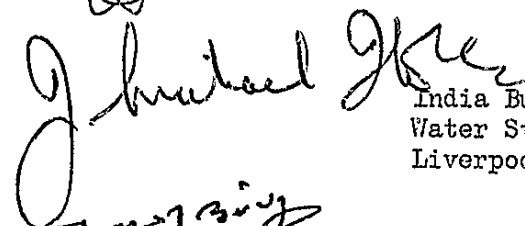
Company Director

G.S. Kurkjian.


 1 Leadenhall Street,  
E.C.3.

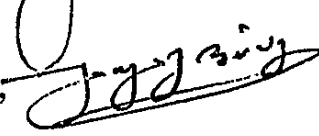
Company Director

J. Michael Holt,


 India Buildings,  
Water Street,  
Liverpool 2.


Company Director

George G. Bridge,

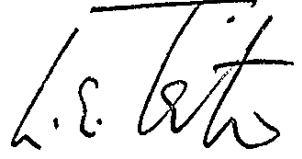

 10/14 Duke's Place,  
London E.C.3.

Produce Merchant

W.H. Bouldin,



 Bridgwater House,  
Great Suffolk Street, Company Director  
S.E.1.

N.E. Neter,


 London Copra Association,  
24 St. Mary Axe,  
E.C.3.

Produce Merchant

A.A. Press,


 Unilever House,  
London E.C.4.

Company Director

Dated this


 Twentieth day of November 1967

Witness to the above Signatures:-


 P.S. Collison.

 24 St. Mary Axe, E.C.3.  
Certified Accountant



## CERTIFICATE OF INCORPORATION

No. 926329

I hereby certify that

**FEDERATION OF OILS, SEEDS AND FATS ASSOCIATIONS LIMITED**

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at London the

25TH JANUARY, 1968.

A handwritten signature in cursive script, likely belonging to the Assistant Registrar of Companies.

*Assistant Registrar of Companies*

Number of } 926329  
Company }

The Companies Acts 1948 to 1967

COMPANY LIMITED BY SHARES

## Special Resolution

(Pursuant to s. 141 (2) of the Companies Act 1948)

OF

FEDERATION OF OILS, SEEDS

AND FATS ASSOCIATIONS

LIMITED

Passed 10TH DECEMBER, 1970.

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 24 ST. MARY AXE, LONDON, EC3A 8ER.

on the TENTH day of DECEMBER, 1970, the subjoined SPECIAL RESOLUTIONS WERE duly passed, viz.:—

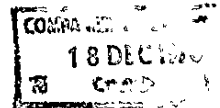
### RESOLUTION

AMENDMENTS TO MEMORANDUM AND ARTICLES  
OF ASSOCIATION AS SET OUT ON THE  
ATTACHED SHEETS NUMBERED 1-4 CONSECUTIVELY

Signature .....

To be signed  
by the Chair-  
man, a Direc-  
tor, or the  
Secretary of  
the Company.

NOTE.—To be filed within 15 days after the passing of the Resolution(s).  
See section 143 (1) and (4) printed overleaf.



926329/162  
FEDERATION OF OILS, SEEDS AND 'FATS ASSOCIATIONS LTD.

- 1 -

SPECIAL RESOLUTIONS

MEMORANDUM OF ASSOCIATION

That Clause 3f be deleted and the following inserted:

"To act as arbitrator and/or to appoint arbitrators to act in settlement of disputes arising out of transactions in or relating to the trade. To establish rules of arbitration and appeal for settlement of disputes arising out of transactions in or relating to the trade. To set up and establish rules for committees of appeal for the settlement of disputes arising out of arbitration awards issued in pursuance of the foregoing."

That the following Clauses be added:

Clause 3m

"To take over and employ for the objects herein specified and as part of the general property and funds of the Federation any property or assets of the Incorporated Oil Seed Association, the London Oil & Tallow Trades Association, the London Copra Association and the Seed, Oil, Cake and General Produce Association and any other similar organisations."

Clause 3n

"To acquire, buy, invest in or promote any company, firm or unincorporated organisation engaged or to engage in business to provide management secretarial and/or such services in relation to the business of any other companies, firms, trade associations and other bodies whether incorporated or not."

ARTICLES OF ASSOCIATION

Article 2

That the number of members registered be increased from 20 to 1,000.

10th December, 1970

Signature:

CHAIRMAN

# FEDERATION OF OILS, SEEDS AND FATS ASSOCIATIONS LTD.

- 2 -

## Article 3

Delete the last sentence and insert:

"Membership shall be open to companies/firms/sole traders and such other associations being corporated bodies or not, engaged in the oils, seeds and fats trade which the Council shall from time to time admit to membership."

and the Clause be known as "3a".

The following sub clause be known as "3b":

"Every company/firm/sole trader/individual or organisation which on the 31st December, 1970 is a member of the Incorporated Oil Seed Association, the London Oil and Tallow Trades Association, the London Copra Association and the Seed, Oil, Cake and General Produce Association shall be members of the Federation on applications and payment of the appropriate subscription."

## Article 9

Delete word "two" and substitute the words "ten or more".

## Article 14

Delete the last sentence and insert:

"The quorum necessary for the transaction of business shall consist of not less than 10 members."

## Article 18

Delete and insert the following:

"At any general meeting, unless a poll is demanded by at least six members present in person or by proxy and entitled to vote, every resolution not being a special resolution shall be decided in the first instance by a show of hands, and in the case of equality the chairman of such meetings shall have the casting vote in addition to the vote to which he may be entitled as a member."

10th December, 1970

Signature: .../...

CHAIRMAN

# FEDERATION OF OILS, SEEDS AND FATS ASSOCIATIONS LTD.

- 3 -

If at any meeting a poll is demanded as above mentioned, such polls to be taken in such manner and at such place and time as the chairman of the meeting shall direct and in case of any such poll there shall be an equality of votes the chairman of the meeting at which such polls shall be demanded shall be entitled to a casting vote in addition to his vote as a member. The result of every such poll shall be deemed to be a resolution of the meeting at which the poll was demanded.

The demand of a poll shall not prevent the continuation of the meeting or the transaction of any business other than the question which the poll was demanded."

## Article 19

Delete this Clause and substitute:

"Every member as described in Articles 3a and 3b shall have one vote."

## Article 21

Delete this Clause and substitute:

"The Council shall consist of such persons nominated by the members as provided by the byelaws, rules and regulations."

## Article 26h

Delete the word "association".

## Article 26k (ii)

Delete this Article.

## Article 30

Delete the words "by a member association" and substitute "by the council."

10th December, 1970

.../...  
Signature:

CHAIRMAN

FEDERATION OF OILS, SEEDS AND FATS ASSOCIATIONS LTD.

- 4 -

Article 35

Delete this Article and insert:

"The Federation may at any time be dissolved and wound up voluntarily in accordance with the provisions of the Companies Acts 1948 and 1967. On the winding up or dissolution of the Federation the provisions of Clause 7 of the Memorandum of Association shall apply."

A handwritten signature in dark ink, consisting of stylized, overlapping loops and strokes, located on the right side of the page.