

Coampany Number 1016261
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THURSDAY



SPECIAL RESOLUTIONS
OF
GERMAN-BRITISH CHAMBER OF INDUSTRY & COMMERCE

Passed on 7 July 1999

At an **Extraordinary General Meeting** of the above Company duly convened and held at **The Langham Hilton Hotel**, Portland Place, London W1 on **Wednesday, 7 July 1999** at **6.15 p.m** the following Special Resolutions were passed:

SPRCIAL RESOLUTIONS

1. **THAT** the Memorandum of Association of the Chamber be amended as follows:-

that Paragraph 4(A) be amended to read as follows:-

of reasonable and proper remuneration to any member officer or servant of the Chamber (not, with the exception of the Director General, being a member of its Council or Governing Body) for any services rendered to the Chamber;

that Paragraph 4(C) be deleted

that Paragraph 4(D) be amended to become 4(C)

that Paragraph 5 be deleted and subsequent paragraphs renumbered accordingly

2. **THAT** the Articles of Association of the Chamber be amended as follows:-

that Article 2(A) shall read as follows:-

References in these Articles to a member or membership shall, except where the context otherwise requires, include a sustaining or a personal member or sustaining or personal membership. Each sustaining or personal member (as the case may be) is, ipso facto, a member of the Chamber. Sustaining or personal membership shall not entitle the sustaining or personal member (as the case may be) to extra voting rights beyond those held as a member of the Chamber.

that Article 2(C) shall read as follows:-

[Handwritten mark]

The Council may nominate a member to be a sustaining member or a personal member on terms as to additional (or in case of personal membership lesser) subscription and such other terms as the Council may from time to time think fit. The approval of such additional or lesser subscriptions at an Annual General Meeting of the Chamber under the terms of Article 11 shall not be required.

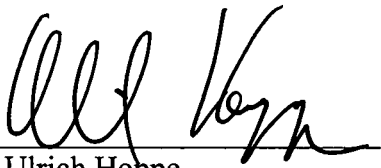
that Article 11 be amended by the deletion of the third sentence beginning after the words "paid by members" and its replacement by the following words:-

The Council shall also have the right, without requiring the approval of the Annual General Meeting, to fix the amount of annual subscription for sustaining and personal members and for those members who join as part of any terms relating to sustaining or personal membership that may from time to time be approved by the Council.

that Article 40 be amended by the addition of the following fourth sentence after the words "specifically otherwise stated":-

A personal member shall not be entitled to become a Councillor nor to be appointed as an alternate Councillor as referred to in Article 42.

that Article 53 be amended by the deletion of the fourth sentence reading "The Director General shall be a German National."

A handwritten signature in black ink, appearing to read 'Ulrich Hoppe', written over a horizontal line.

Dr Ulrich Hoppe

Member of the Council of the German-British Chamber of Industry & Commerce