### THE COMPANIES ACT 1985

# PRIVATE COMPANY LIMITED BY GUARANTEE WITHOUT SHARE CAPITAL

#### SPECIAL RESOLUTION OF

#### THE BUPA FOUNDATION

Passed on 10<sup>th</sup> September 2003

At the Annual General Meeting of The BUPA Foundation duly convened and held at BUPA House, 15-19 Bloomsbury Way, London WC1A 2BA on 10<sup>th</sup> September 2003, the following Resolution was passed as a SPECIAL RESOLUTION:-

## Memorandum of Association

THAT the provisions of the Memorandum of Association of the Company be altered by the addition of the following sub-clause:-

"6(g) of grants arising from applications from hospitals, institutions or organisations of which a Member (or Members) of the Board of Governors is a member or employee: Provided that at no time shall such Member or Members derive a personal benefit, financially or otherwise, from such a grant, greater than that enjoyed by other beneficiaries in receipt of similar grants who are not Members of the Board of Governors."

Secretary

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