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BRITISH INVISIBLES

Notice of Extraordinary General Meeting

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be held at Windsor House, 39 King Street, London, EC2V 8DQ, on Thursday 1 February 2001, at 2.00p.m. The meeting is convened for the purpose of considering and, if thought fit, passing the following resolutions as a Special Resolution of the Company.

SPECIAL RESOLUTIONS

- THAT the name of the Company be changed from 'British Invisibles' to 'International 1. Financial Services, London',
- 2. THAT the Articles of Association of the Company be and are hereby amended by deleting the existing Article 7.1 and substituting the following as Article 7.1:
 - **"7.1** On a show of hands or a poll, each member present in person or by proxy shall be entitled to one vote each, regardless of the level of annual subscription paid by that member."
- THAT the Articles of Association of the Company be and are hereby amended by deleting the 3. existing Article 8.4 and substituting the following as Article 8.4:
 - **"8.4** For so long as it shall remain a member of the Company, the Bank of England and the Corporation of London may at any time and from time to time each nominate one Director."

BY ORDER OF THE BOARD

Tracy-Ann Hilton

Dated: 10 January 2001 Company Secretary

Note: A member who is entitled to attend and vote at the above Meeting may appoint a proxy (or proxies) to attend and vote in his/her stead. A proxy need not be a member of the Company.

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COMPANIES HOUSE