NOTICE OF PASSING OF A SPECIAL RESOLUTION

An Extraordinary General Meeting of the Members of Magdalen College School Oxford Limited was held on Thursday 9th January 1997 at which the following Resolution was passed.

That the Articles of Association of the Company be altered by substituting the following new Article for Article 6:

"The Association is established for the purposes expressed in the Memorandum of Association and every member shall be bound to further to the best of his or her abilities the objects and interests of the Association."

By Order of the Members

M. H. Kefford

Compnay Secretary

Dated:

13th January 1997

Registered Office:

Magdalen College School Oxford Limited

Oxford

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