

THE NATIONAL CHILDBIRTH TRUST

At an Annual General Meeting of the above named Company duly convened and held at the University of Manchester Institute of Science and Technology (UMIST), Sackville Street, Manchester on the 24th day of April 1993 the following Resolutions were passed as Special Resolutions:-

1. **IT WAS RESOLVED** to amend the Articles of Association of the Company for the purpose of creating one class of member and accordingly **IT WAS RESOLVED** to make the following specific amendments to the Articles of Association of the Company:-

- (a) In Article 1.1 delete in their entirety the definitions of "National Members" and "Associate Members"; and
- (b) delete the heading in "3. NATIONAL MEMBERS"; and
- (c) in Article 3.1 and 3.2 amend the references to "a National Member" to read "a member"; and
- (d) in Article 3.3 amend the reference to "National Member" to read "member" and delete the words "In respect of National Members"; and
- (e) in Article 3.4 amend the two references to "National Member" to read "member"; and
- (f) in Article 3.5 amend the reference to "National Members" at the end of the first sentence to read "members of the Company" and amend the four references to National Members" in the second sentence to read "members"; and
- (g) in Article 3.6 amend the reference to "National Member" to read "member"; and
- (h) delete Article 4 in its entirety and insert for information purposes only a note in the following format:-



"This Article was deleted by Special Resolution dated 24th July 1993".

- (i) In Article 9.1 amend the reference to "National Members" to read "members"; and
- (j) in Article 9.2.2, 9.2.3 and 9.3.2 amend the references in each to "National Member" to read "member"; and
- (k) in Articles 10.1, 10.2, 10.3, 10.4.3, 10.5 10.7 and 10.9 (including 10.9.1, 10.9.2 and 10.9.3) and 10.10, 11.2, 11.3.2, 12.3 and 14.3.1 amend the references in each to "National Members" to read "members" and "National Member" to read "member"; and
- (l) amend Article 16.1.2 to read:-
"the admission of members and conditions of membership and the entrance fees, subscriptions and other fees or payment to be made by members"; and
- (m) delete "and Associate members" in Article 16.2.

2. **IT WAS RESOLVED** to change the title of "specialist committees" to that of "special interest groups" and to change the title of "specialist groups" to that of "appointed groups" and accordingly **IT WAS RESOLVED** to make the following specific amendments to the Articles of Association of the Company -

- (a) in Article 9.2.3 amend reference to "specialist committees" to read "special interest groups"; and
- (b) in Article 9.3.2 amend reference to "specialist groups" to read "appointed groups"; and
- (c) in Article 9.4 amend reference to "specialist committee" to read "special interest group" and "specialist group" to read "appointed group"; and
- (d) in Article 9.6.2 amend reference to "specialist committee" to read "special interest group"; and
- (e) in Article 9.6.3 amend reference to "specialist committees" to read "special interest groups"; and to "specialist group" to read "appointed group"; and
- (f) in Article 9.6.4 amend reference to "specialist committee" to read "special interest group"; and
- (g) in each of Articles 10.5.1, 10.5.2, 10.5.3, 10.5.4 and 14.3.2 amend reference to "specialist committee" to read "special interest group".

3. **IT WAS RESOLVED** to change the title of "the Council" to "the Council of Trustees" and accordingly

4. **IT WAS RESOLVED** that all appropriate changes are made to the Articles of Association of the Company.

A. J. Barnard

Director/~~Secretary~~

Dated this 6th day of May 1997