

FILE COPY



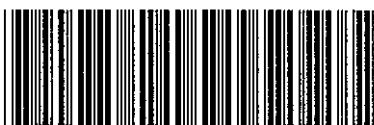
**CERTIFICATE OF INCORPORATION  
OF A PRIVATE LIMITED COMPANY**

Company No. 3060972

The Registrar of Companies for England and Wales hereby certifies that  
INTERNATIONAL NEPAL FELLOWSHIP

is this day incorporated under the Companies Act 1985 as a private  
company and that the company is limited.

Given at Companies House, Cardiff, the 24th May 1995



\*N03060972E\*

*E. P. Owen*  
MRS. E. P. OWEN

For the Registrar of Companies



C O M P A N I E S H O U S E

HC007B

# G

COMPANIES FORM No. 12

## Statutory Declaration of compliance with requirements on application for registration of a company

# 12

Please do not  
write in  
this margin

Pursuant to section 12(3) of the Companies Act 1985

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

To the Registrar of Companies

For official use

For official use

Name of company

\* INTERNATIONAL NEPAL FELLOWSHIP

\* insert full  
name of Company

I, ROMAINE HEATHER THOMPSON  
of ANTHONY COLLINS, SOLICITORS  
PEARL ASSURANCE HOUSE, 4 TEMPLE ROW, BIRMINGHAM  
WEST MIDLANDS, B2 5HG.

† delete as  
appropriate

do solemnly and sincerely declare that I am a [Solicitor engaged in the formation of the company]†  
[person named as director or secretary of the company in the statement delivered to the registrar  
under section 10(2)]† and that all the requirements of the above Act in respect of the registration of the  
above company and of matters precedent and incidental to it have been complied with,

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the  
provisions of the Statutory Declarations Act 1835

Declared at Windsor House Temple  
Row Birmingham B2 5HG  
West Midlands

Declarant to sign below

the sixteenth day of May  
One thousand nine hundred and ninety-five  
before me Paul Doherty

R.H. Thompson

A Commissioner for Oaths or Notary Public or Justice of  
the Peace or Solicitor having the powers conferred on a  
Commissioner for Oaths.

Paul Doherty Solicitor

Presentor's name address and  
reference (if any):

ANTHONY COLLINS, SOLICITORS  
PEARL ASSURANCE HOUSE  
4 TEMPLE ROW  
BIRMINGHAM  
B2 5HG

Ref : 507-I064-9301

For official Use

New Companies Section

Post room



# G

COMPANIES FORM No. 30(5)(a)

## Declaration on application for the registration of a company exempt from the requirement to use the word "limited" or its Welsh equivalent

# 30(5)(a)

Please do not write in this margin

Pursuant to section 30(5)(a) of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

For official use


Company number

--

Name of company

* INTERNATIONAL NEPAL FELLOWSHIP
----------------------------------

**Note**

This declaration should accompany the application for the registration of the company

\*Insert full name of company

I, ROMAINE HEATHER THOMPSONof ANTHONY COLLINS SOLICITORS, 4 TEMPLE ROW,  
BIRMINGHAM, WEST MIDLANDS, B2 5HG.

a [Solicitor engaged in the formation of the above-named company] [person named as director or

†Delete as appropriate

*BTW*~~secretary of the above company in the statement delivered under section 10 of the above Act~~† do

solemnly and sincerely declare that the company complies with the requirements of section 30(3) of the above Act.

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.

Declared at Windsor House Temple  
Row Birmingham B2 5HG  
West Midlandsthe sixteenth day of MayOne thousand nine hundred and nineteenbefore me Barry Dehearty

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

Barry Dehearty Solicitor

Declarant to sign below

R.H. Thompson

Presentor's name, address and reference (if any):

ANTHONY COLLINS, SOLICITORS  
PEARL ASSURANCE HOUSE  
4 TEMPLE ROW  
BIRMINGHAM  
B2 5HGRef: SD7-I 064-9301

For official use

New Companies Section

Post room

A18 \*AMS2UBGL\* 458  
COMPANIES HOUSE 17/05/95

The Solicitors' Law Stationery Society plc, Oyez House, 27 Crimscoth Street, London SE1 5TS

Companies G30(5)(a)

1985 Edition  
12.85 F5450  
5017979



**OYEZ**  
CHA1



10

**Statement of first directors and  
secretary and intended situation  
of registered office**

This form should be completed in black.

Company name (in full)

CN

For official use ☐

INTERNATIONAL NEPAL FELLOWSHIP

Registered office of the company on  
incorporation.

RO

69 WENTWORTH ROAD

HARBORNE

Post town

BIRMINGHAM

County/Region

WEST MIDLANDS

Postcode

B17 9SS

If the memorandum is delivered by an  
agent for the subscribers of the  
memorandum mark 'X' in the box  
opposite and give the agent's name  
and address.

X

Name

ANTHONY COLLINS, SOLICITORS

RA

PEARL ASSURANCE HOUSE, 4, TEMPLE ROW,

Post town

BIRMINGHAM

County/Region

WEST MIDLANDS

Postcode

B2 5HG

Number of continuation sheets attached

10

To whom should Companies House  
direct any enquiries about the  
information shown in this form?

PHILIP WATTS

ANTHONY COLLINS, SOLICITORS, PEARL ASSURANCE HOUSE,

4 TEMPLE ROW, BIRMINGHAM

Postcode

B2 5HG

Telephone

0121 200 7401

Extension

2507


**Company Secretary** (See notes 1 - 5)

Name \*Style/Title  
Forenames  
Surname  
\*Honours etc  
Previous forenames  
Previous surname

**Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

**Consent signature**

CS	MR
	PETER
	HITCHIN
AD	MISSION HOUSE
	69 WENTWORTH ROAD, HARBORNE
	Post town BIRMINGHAM.
	County/Region WEST MIDLANDS.
	Postcode B7 9SS. Country ENGLAND.
I consent to act as secretary of the company named on page 1	
Signed	 Date 25/4/95

**Directors** (See notes 1 - 5)

Please list directors in alphabetical order.

Name \*Style/Title  
Forenames  
Surname  
\*Honours etc  
Previous forenames  
Previous surname


**Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

Date of birth  
Business occupation  
Other directorships

Voluntary details

**Consent signature**

CD	MR
	FRANCIS TRISTRAM
	BELCHER
AD	FRIETON A
	6 HAROLD GROVE
	Post town FRINTON - ON - SEA
	County/Region ESSEX
	Postcode CO13 980 Country ENGLAND
DO	060731
	Nationality NA BRITISH
OC	RETIRED
OD	
I consent to act as director of the company named on page 1	
Signed	 Date 11 <sup>th</sup> March 95

**Directors** (continued)

(See notes 1 - 5)

**Name****\*Style/Title****Forenames****Surname****\*Honours etc****Previous forenames****Previous surname****Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

**Date of birth****Business occupation****Other directorships****\* Voluntary details****Consent signature****CD**

MR

KEITH JAMES

COPE

**AD**

35 KENDON DRIVE

MANOR FARM

Post town WEST BURY - ON - TRYM

County/Region AVON

Postcode BS10 5BS

Country ENGLAND

**DO** 050239Nationality **NA** BRITISH**OC** Gardens Supervisor**OD**

I consent to act as director of the company named on page 1

Signed

*K J Cope*Date 11<sup>th</sup> March 95

Delete if the form  
is signed by the  
subscribers.

Signature of agent on behalf of all subscribers Date

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

All the subscribers  
must sign either  
personally or by a  
person or persons  
authorised to sign  
for them.

Signed

*J. J. Bell*

FTB

Date 11<sup>th</sup> March 95

Signed

*Klinby*

KK

Date 11/3/95

Signed

*Quilley*

EF

Date 6/4/95

Signed

*M. H. H.*

DH

Date 7.4.95

Signed

*K J Cope*

KJC

Date 11<sup>th</sup> March 95.

Signed

*ARL*

ARL

Date 11<sup>th</sup> March 1995

# Notes

Show for an individual the full forenames NOT INITIALS and surname together with any previous forenames or surname(s).

If the director or secretary is a corporation or Scottish firm - show the corporate or firm name on the surname line.

Give previous forenames or surname except that:

- for a married woman, the name by which she was known before marriage need not be given,
- names not used since the age of 18 or for at least 20 years need not be given.

In the case of a peer, or an individual usually known by a British title, you may state the title instead of or in addition to the forenames and surname and you need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Address:

Give the usual residential address.

In the case of a corporation or Scottish firm give the registered or principal office.

2 Directors known by another description:

A director includes any person who occupies that position even if called by a different name, for example, governor, member of council. It also includes a shadow director.

3 Directors details:

Show for each individual director their date of birth, business occupation and nationality.

**The date of birth must be given for every individual director.**

4 Other directorships:

Give the name of every company of which the individual concerned is a director or has been a director at any time in the past 5 years. You may exclude a company which either is or at all times during the past 5 years when the person was a director was:

- dormant,
- a parent company which wholly owned the company making the return,
- a wholly owned subsidiary of the company making the return,
- another wholly owned subsidiary of the same parent company.

If there is insufficient space on the form for other directorships you may use a separate sheet of paper.

5 Use photocopies of page 2 to provide details of joint secretaries or additional directors and include the company's name and number.

6 The address for companies registered in England and Wales is:-

The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF4 3UZ

or, for companies registered in Scotland:-

The Registrar of Companies  
Companies House  
100-102 George Street  
Edinburgh  
EH2 3DJ

**Directors** (continued)

(See notes 1 - 5)

**Name**                      \*Style/Title

Forenames

Surname

\*Honours etc

Previous forenames

Previous surname

**Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

Date of birth

Business occupation


Other directorships

\* Voluntary details

**Consent signature**

<b>CD</b>	DR	
	ELIZABETH	
	FORBES	
	-	
	-	
	-	
<b>AD</b>	48 BANTOCK WAY	
	HARBORNE	
	Post town	BIRMINGHAM
	County/Region	WEST MIDLANDS
	Postcode	B17 0LX
	Country	ENGLAND
<b>DO</b>	250761	Nationality <b>NA</b> BRITISH
<b>OC</b>	GENERAL PRACTITIONER (MEDICAL)	
<b>OD</b>	-	

I consent to act as director of the company named on page 1

Signed  Date 31/3/95

Delete if the form  
is signed by the  
subscribers.

Signature of agent on behalf of all subscribers      Date

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

Signed      Date

Signed      Date

Signed      Date

Signed      Date

Signed      Date

Signed      Date

All the subscribers  
must sign either  
personally or by a  
person or persons  
authorised to sign  
for them.



**Directors** (continued)

(See notes 1 - 5)

**Name** \*Style/Title

Forenames

Surname

\*Honours etc

Previous forenames

Previous surname

**Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

Date of birth

Business occupation

Other directorships

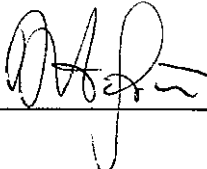
\* Voluntary details

**Consent signature**

Delete if the form  
is signed by the  
subscribers.

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

All the subscribers  
must sign either  
personally or by a  
person or persons  
authorised to sign  
for them.

<b>CD</b>	DR	
	DAVID CHARLES	
	HALPIN	
	-	
	-	
	-	
<b>AD</b>	COTON LODGE	
	LICHFIELD ROAD	
	Post town	TAMWORTH
	County/Region	STAFFS
	Postcode	B79 7SH
	Country	ENGLAND
<b>DO</b>	1 9 0 1 5 4	Nationality <b>NA</b> BRITISH
<b>OC</b>	General Medical Practitioner	
<b>OD</b>	-	
I consent to act as director of the company named on page 1		
Signed		Date 7 4 95

Signature of agent on behalf of all subscribers Date

Signed Date

Signed Date

Signed Date

Signed Date

Signed Date

Signed Date

**Directors** (continued)

(See notes 1 - 5)

**Name****\*Style/Title****Forenames****Surname****\*Honours etc****Previous forenames****Previous surname****Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

**Date of birth****Business occupation****Other directorships****\* Voluntary details****Consent signature**

<b>CD</b>	MR
	KEITH
	KIRBY
	-
	-
	-
<b>AD</b>	SHALOM
	55 WEST FIELD ROAD
Post town	SURBITON
County/Region	SURREY
Postcode	KT6 4EJ
Country	ENGLAND
<b>DO</b>	09 05 48
Nationality	NA BRITISH.
<b>OC</b>	PHARMACIST
<b>OD</b>	-

I consent to act as director of the company named on page 1

Signed *K Kirby* Date 11/3/95

Delete if the form  
is signed by the  
subscribers.

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

All the subscribers  
must sign either  
personally or by a  
person or persons  
authorised to sign  
for them.

Signature of agent on behalf of all subscribers Date

Signed Date

Signed Date

Signed Date

Signed Date

Signed Date

Signed Date

**Directors** (continued)

(See notes 1 - 5)

**Name** \*Style/Title  
**Forenames**  
**Surname**  
 \*Honours etc  
 Previous forenames  
 Previous surname

**Address**

Usual residential address must be given.  
 In the case of a corporation, give the  
 registered or principal office address.

Date of birth  
 Business occupation  
 Other directorships

\* Voluntary details

**Consent signature**

Delete if the form  
 is signed by the  
 subscribers.

Delete if the form  
 is signed by an  
 agent on behalf of  
 all the subscribers.

All the subscribers  
 must sign either  
 personally or by a  
 person or persons  
 authorised to sign  
 for them.

<b>CD</b>	REV	
	ANTHONY ROBERT	
	LEIGHTON	
	-	
	-	
	-	
<b>AD</b>	GROBY VICARAGE	
	58 PYMM LEX LAWE	
	Post town	GROBY
	County/Region	LEICESTERSHIRE
	Postcode	LE6 0GZ
	Country	ENGLAND
<b>DO</b>	26 05 56	Nationality
		NA BRITISH
<b>OC</b>	CLERK IN HOLY ORDERS	
<b>OD</b>	-	
I consent to act as director of the company named on page 1		
Signed	Archie Leighton	Date 11th March 1995

Signature of agent on behalf of all subscribers		Date
Signed	Date	
Signed	Date	
Signed	Date	
Signed	Date	
Signed	Date	
Signed	Date	

**Directors** (continued)

(See notes 1 - 5)

**Name****\*Style/Title****Forenames****Surname****\*Honours etc****Previous forenames****Previous surname****Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

**Date of birth****Business occupation****Other directorships****\* Voluntary details****Consent signature****CD**

MR

GEORGE ROBERT

NICHOLS

**AD**

17 TENNISON ROAD

SOUTH NARWOOD

Post town LONDON

County/Region

Postcode SE25 5RY

Country ENGLAND

**DO** 090333Nationality **NA** BRITISH**OC** CHARTERED ACCOUNTANT**OD** NONE

I consent to act as director of the company named on page 1

Signed

Date 11 March 1985

Delete if the form  
is signed by the  
subscribers.

Signature of agent on behalf of all subscribers Date

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

All the subscribers  
must sign either  
personally or by a  
person or persons  
authorised to sign  
for them.

(See notes 1 - 5)

**\*Style/Title**

Surname

\*Honours etc

### Previous forenames

Previous surname

**Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

Date of birth

Business occupation

## Other directorships

\* Voluntary details

### Consent signature

Delete if the form  
is signed by the  
subscribers.

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

All the subscribers must sign either personally or by a person or persons authorised to sign for them.

CD MRS  
MARGARET JOYCE  
ODELL  
-  
-  
DEAVILLE  
AD 105 DARNLEY ROAD  
Post town GRAVES END  
County/Region KENT  
Postcode DA11 0SQ Country ENGLAND  
DO 260244 Nationality NA British  
OC Teacher  
OD -  
I consent to act as director of the company named on page 1  
Signed M. J. Odell Date 11<sup>th</sup> March 1995

Signature of agent on behalf of all subscribers \_\_\_\_\_ Date 11/1/2018

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

~~Signed~~ \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

**Directors** (continued)

(See notes 1 - 5)

**Name**                      \*Style/Title  
Forenames  
Surname  
\*Honours etc  
Previous forenames  
Previous surname

**Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

Date of birth  
Business occupation  
Other directorships

\* Voluntary details

**Consent signature**

<b>CD</b>	MR		
	JOHN RICHARD		
	PUTMAN		
	-		
	-		
	-		
<b>AD</b>	9, FORD CLOSE		
	Post town	ASHFORD	
	County/Region	MIDDLESEX	
	Postcode	TW15 3SP	Country
			ENGLAND
<b>DO</b>	2	8	0
	9	4	4
<b>OC</b>	Bible Teacher		
<b>OD</b>	-		

I consent to act as director of the company named on page 1

Signed



Date

11<sup>th</sup> March 1999

Delete if the form  
is signed by the  
subscribers.

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

All the subscribers  
must sign either  
personally or by a  
person or persons  
authorised to sign  
for them.

Signature of agent on behalf of all subscribers      Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

(See notes 1 - 5)

**\*Style/Title**

Surname

\*Honours etc

Previous forenames

Previous surname

**Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

Date of birth

Business occupation

## Other directorships

\* Voluntary details

### Consent signature

Delete if the form  
is signed by the  
subscribers.

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

All the subscribers must sign either personally or by a person or persons authorised to sign for them.

CD MRS  
MARGARET ROSE  
SCOTT - BROWN  
-  
-  
-  
AD LINDEN HOUSE  
20 MARKET PLACE  
Post town FARINGDON  
County/Region OXON  
Postcode SN7 7HU Country ENGLAND  
DO 0301733 Nationality NA Irish  
OC Replied  
OD Signed -  
I consent to act as director of the company named on page 1  
Signed M R Scott Brown Date 11-3-95

Signature of agent on behalf of all subscribers ~~Date~~

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

Signed \_\_\_\_\_ Date \_\_\_\_\_

**Directors** (continued)

(See notes 1 - 5)

**Name**                      \*Style/Title

Forenames

Surname

\*Honours etc

Previous forenames

Previous surname

**Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

Date of birth

Business occupation

Other directorships

\* Voluntary details

**Consent signature**

<b>CD</b>	MISS	
	PENELOPE ANN WILLES	
	SMEATON	
	-	
	-	
	-	
<b>AD</b>	23 HURST LANE	
	CUMNOR	
Post town	OXFORD	
County/Region	OXON	
Postcode	OX9 2PR	Country ENGLAND
<b>DO</b>	24 08 33	Nationality <b>NA</b> British
<b>OC</b>	Retired	
<b>OD</b>	-	

I consent to act as director of the company named on page 1

Signed P.A. Smeaton Date 11.3.95

Delete if the form  
is signed by the  
subscribers.

Signature of agent on behalf of all subscribers      Date

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

Signed      Date

Signed      Date

Signed      Date

Signed      Date

Signed      Date

Signed      Date

All the subscribers  
must sign either  
personally or by a  
person or persons  
authorised to sign  
for them.



**Directors** (continued)

(See notes 1 - 5)

**Name****\*Style/Title****Forenames****Surname****\*Honours etc****Previous forenames****Previous surname****Address**

Usual residential address must be given.  
In the case of a corporation, give the  
registered or principal office address.

**Date of birth****Business occupation****Other directorships****\* Voluntary details****Consent signature****CD****AD****Post town****County/Region****Postcode****Country****DO****Nationality****NA****OC****OD**

I consent to act as director of the company named on page 1

**Signed****Date**

Delete if the form  
is signed by the  
subscribers.

**Signature of agent on behalf of all subscribers****Date**

Delete if the form  
is signed by an  
agent on behalf of  
all the subscribers.

All the subscribers  
must sign either  
personally or by a  
person or persons  
authorised to sign  
for them.

**Signed****GRN****Date**

11 March 1995

**Signed**

M. J. Odell

**MJO****Date**

18 March 1995

**Signed**

JRP

**JRP****Date**

11 March 1995

**Signed**

M. L. Scott

**MSB****Date**

11.3.95

**Signed**

P. A. Swanton

**PAWS****Date**

11.3.95

**Signed****Date**

**THE COMPANIES ACT 1985**  
**(as amended by the Companies Act 1989)**  
**COMPANY LIMITED BY GUARANTEE**  
**AND NOT HAVING A SHARE CAPITAL**



**MEMORANDUM OF ASSOCIATION**  
**of**  
**INTERNATIONAL NEPAL FELLOWSHIP**

3066972

1. The name of the Company (hereinafter called "the Association") is **INTERNATIONAL NEPAL FELLOWSHIP**
2. The registered office of the Association will be situated in England and Wales
3. The objects for which the Association is established are:-
  - (a) to advance the Christian religion by enabling Christians to serve the Lord Jesus Christ amongst Nepali and other Asian peoples and to uphold and strengthen the church in the United Kingdom, Nepal and other countries; and
  - (b) to relieve persons who are in need by reasons of poverty, sickness or distress in such ways as the Association may from time to time determine including supporting the work of Christian relief and development agencies.
4. The Association shall have the following powers exercisable in furtherance of its said objects but not otherwise namely:-
  - (a) to work with churches and other Christian organisations in the United Kingdom and overseas;
  - (b) to encourage partnership in prayer and support (whether financially or otherwise);
  - (c) to train, equip and send to Nepal and other Asian countries doctors teachers technicians and any other persons in any capacity whatsoever
  - (d) to employ or engage and pay any person or persons (whether as employees consultants managers agents advisers or otherwise) to supervise organise assist with and carry on the work of the Association and to make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants
  - (e) to hold meetings (whether public private or otherwise) conferences lectures seminars training courses exhibitions and discussions

- (f) to arrange and provide for or join in arranging and providing for the holding of conferences lectures seminars training courses exhibitions and discussions
- (g) to collect and disseminate information on all matters affecting such objects and to exchange such information with other bodies having similar objects
- (h) to undertake execute manage or assist any charitable trusts or other bodies which may lawfully be undertaken executed managed or assisted by the Association
- (i) to assist any charitable organisation whose objects are wholly or in part similar to those of the Association financially or otherwise
- (j) to receive purchase take on lease or licence or tenancy at will or in exchange hire or otherwise acquire any real or personal property and any rights or privileges which the Association consider necessary for the promotion of such objects
- (k) to construct alter maintain improve demolish manage and furnish or to procure the construction alteration improvement demolition maintenance management or furnishing by any person including (without prejudice to the generality of the foregoing) any company or body corporate and any authorities national local or otherwise of any land buildings or erections which the Association consider necessary for the promotion of such objects
- (l) to make regulations for any property from time to time held by the Association
- (m) subject to such consents as may be required by law to sell let licence mortgage charge grant tenancies at will or otherwise dispose of or turn to account all or any of the property or assets of the Association
- (n) to raise funds and invite and receive contributions from any person or persons whatsoever by way of subscription donation or otherwise provided that the Association shall carry out no permanent trading in raising funds for the above-mentioned objects
- (o) to accept monies grants contributions covenanted donations and gifts from any person including (without prejudice to the generality of the foregoing) any company or body corporate and any authorities national local or otherwise
- (p) to invest the monies of the Association not immediately required for such objects in or upon such investments securities or property of whatsoever nature as the Council shall in its absolute discretion think fit including without prejudice to the generality of the foregoing in the shares of any subsidiary company of the Association
- (q) to co-operate and enter into contracts and arrangements with any person including (without prejudice to the generality of the foregoing) any company or body corporate or any authorities national local or otherwise
- (r) to draw make accept indorse discount execute and issue promissory notes bills

cheques and other instruments and to operate bank accounts

- (s) to insure and arrange insurance cover for and to indemnify its members officers servants and voluntary workers from and against all such risks incurred in the performance of their duties as may be thought fit
- (t) to insure any asset of the Association on such terms as the Council may think fit and to pay the appropriate premiums and to use any insurance money received in any manner which the Council think fit whether to restore the asset or not
- (u) to subscribe to become a member of or amalgamate or co-operate with any other charitable organisation institution society or body not formed or established for purposes of profit (whether incorporated or not and whether in Great Britain or Northern Ireland or elsewhere) whose objects are wholly or in part similar to those of the Association and which by its constitution prohibits the distribution of its income and property amongst its members to an extent at least as great as the restrictions imposed on the Association under or by virtue of Clause 5 hereof and to purchase or otherwise acquire and undertake all such part of the property assets liabilities and engagements of any such charitable organisation institution society or body as may lawfully be acquired or undertaken by the Association
- (v) to pay out of the funds of the Association the costs charges and expenses of and incidental to the formation and registration of the Association
- (w) to recruit and assist in the recruitment of voluntary workers in and for the promotion of the objects of the Association
- (x) subject to such consents as may be required by law to borrow or raise money for the Association on such terms and on such security as may be thought fit including powers to mortgage all or any part or parts of the property owned by the Association as the Association may think fit and to issue debentures
- (y) to establish or aid in the establishment of any company firm co-operative or other organisation the promotion of which shall in any way be calculated to advance directly or indirectly the objects or interests of the Association
- (z) to do all such other lawful things as may be necessary for the attainment of the above objects or any of them

PROVIDED THAT:-

- (i) in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with or invest the same in such manner as allowed by law having regard to such trusts;
- (ii) the Association's objects shall not extend to the regulation of relations between workers and employers or organisations of workers and organisations of employers; and

- (iii) in case the Association shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales the Association shall not sell mortgage charge or lease the same without such authority approval or consent as may be required by law and as regards any such property the Council shall be chargeable for any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults and for the due administration of such property in the same manner and to the same extent as they would have been if no incorporation had been effected and the incorporation of the Association shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Council but they shall as regards any such property be subject jointly and separately to such control or authority as if the Association were not incorporated.
5. The income and property of the Association shall be applied solely towards the promotion of its objects as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to members of the Association **PROVIDED THAT** nothing shall prevent any payment in good faith by the Association:
- (a) of interest on money lent by any member of the company or of its Council of Management at a rate per year not exceeding 2% less than the base lending rate prescribed for the time being by a clearing bank selected by that Council of Management or 3% whichever is the greater;
  - (b) of reasonable out-of-pocket expenses to any member of its Council of Management;
  - (c) of reasonable and proper rent for premises demised or let by any member of the company or of its Council of Management; and
  - (d) of a member of the Association, not being a member of the Council of Management, for services rendered to the Association as an employee of the Association.
6. If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Association, but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as the restriction which is imposed on the Association under or by virtue of clause 5 hereof, such institution or institutions to be determined by the members of the Association at or before the time of dissolution and if and insofar as effect cannot be given to such provisions, then the same shall be paid to some other charitable institution or institutions
7. The liability of the members is limited
8. Every member of the Association undertakes to contribute to the assets of the Association in the event of the same being wound up while he is a member or within one year after he ceases

to be a member for payment of the debts and liabilities of the Association contracted before he ceases to be a member and of the costs charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves such amount as may be required not exceeding one pound

We, the several persons whose names and addresses are subscribed are desirous of being formed into a company in pursuance of this Memorandum of Association

Names and Addresses of Subscribers

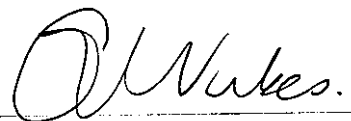
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B79 7SH

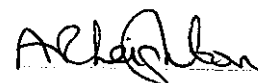
  
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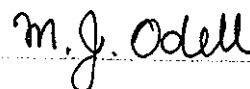
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MRSB

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Cumnor  
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OX2 9PR

P.A. Smeaton  
PAWS

Dated the First day of May 1995

WITNESS TO THE SIGNATURE OF  
~~FRANK~~ FRANK TRISTRAM BELCHER

FRANK  
Belcher  
69 Wentworth Rd  
Hastings  
Birmingham  
General Secretary

[Signature]

WITNESS TO THE SIGNATURE OF  
KEITH JAMES COPE

CA Haggitt  
87 Greenfield Rd  
Hastings  
Birmingham  
Office Secretary

CA Haggitt



WITNESS TO THE SIGNATURE OF  
ELIZABETH FORBES

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Harborne  
Birmingham  
OFFICE SECRETARY

C A Haggitt

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WITNESS TO THE SIGNATURE OF  
PENELOPE ANN WILLES SMEATON

C. A. Hoggitt

C. A. Hoggitt

87 GREENFIELD RD

HARBOURNE

BIRMINGHAM

OFFICE SECRETARY

**THE COMPANIES ACT 1989**  
**COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL**  
**ARTICLES OF ASSOCIATION**  
**of**  
**INTERNATIONAL NEPAL FELLOWSHIP**

**GENERAL**

1. In these Articles and in the Memorandum the words standing in the first column of the table hereinafter contained shall bear the meanings set opposite them respectively in the second column thereof, if not inconsistent with the subject or context:-

<b>WORDS</b>	<b>MEANINGS</b>
The Act	the Companies Act 1985 (as amended by the Companies Act 1989)
The Statutes	the Companies Act 1985 and the Companies Act 1989 and every other Act for the time being in force concerning joint stock companies and affecting the Association
The Association	the above-named company
The Council of Management	the Council of Management for the time being of the Association
The Office	the registered office of the Association
The Statement of Faith	the statement of faith set out in clause 4 of these Articles of Association
The Seal	the common seal of the Association
The United Kingdom	the United Kingdom of Great Britain and Northern Ireland
Month	a calendar month
In writing	written, printed or lithographed, or partly one and partly another, and other modes of representing or reproducing words in a visible form

Words importing the singular number only shall include the plural number, and vice versa and words importing the masculine gender only shall include the feminine gender and words importing persons shall include corporations

Subject as aforesaid, any words or expressions defined in the Statutes shall, if not inconsistent with the subject or context, bear the same meaning in these presents

## MEMBERS

2. The initial number of members with which the Association proposes to be registered is eleven but the Council may from time to time register members in excess of such number
3. The subscribers to the Memorandum of Association and such other persons as the Council shall in its discretion admit to membership in accordance with the following articles shall be members of the Association
4. The only persons eligible to be admitted as members of the Association shall be those persons who sign a statement of faith whereby they indicate their acceptance of the following doctrines namely:
  - (a) the Divine inspiration and entire trustworthiness of Holy Scripture and its supreme authority in all matters of faith and conduct
  - (b) the unity of the Father Son and Holy Spirit in the Godhead and the Sovereignty of God in creation, revelation, redemption and final judgment
  - (c) the sinfulness and guilt of all men since the Fall, rendering them subject to God's wrath and condemnation
  - (d) redemption from sin and its consequences solely through the sacrificial death of the Lord Jesus the incarnate Son of God
  - (e) the bodily resurrection of the Lord Jesus Christ from the dead and His ascension to the right hand of God the Father
  - (f) the necessity of the work of the Holy Spirit to make the death of Christ effective to the individual sinner, granting him repentance towards God and faith in Jesus Christ
  - (g) the justification of the sinner by the Grace of God through faith alone
  - (h) the indwelling and working of the Holy Spirit in the believer
  - (i) the One Church throughout the world which is the Body of Christ and to which all true believers belong
  - (j) the expectation of the personal return of the Lord Jesus Christ

5. The provisions of section 352 of the Act shall be observed by the Association, and every member of the Association shall either sign a written consent to become a member or sign the register of members on becoming a member
6. Members may resign from membership of the Association by giving notice to the secretary of the Association
7. The Council shall have the right to resolve to terminate the membership of a member who performs any act to the detriment of the Association its reputation and its objects or who ceases to adhere to the doctrines laid down in the Statement of Faith provided that such member shall have the right to be heard at a general meeting of the Association before any such resolution becomes effective and no such resolution shall be effective without the confirmation of an ordinary resolution of the members of the Association in general meeting

### GENERAL MEETINGS

8. The Association shall hold a general meeting in every calendar year as its annual general meeting at such time and place as may be determined by the Council, and shall specify the meeting as such in the notices calling it, provided that every annual general meeting except the first shall be held not more than fifteen months after the holding of the last preceding annual general meeting, and that so long as the Association holds its first annual general meeting within eighteen months after its incorporation it need not hold it in the year of its incorporation nor in the following year.
9. All general meetings, other than annual general meetings, shall be called extraordinary general meetings.
10. The Council may whenever they think fit convene an extraordinary general meeting, and extraordinary general meetings shall also be convened on such requisition, or in default may be convened by such requisitionists, as provided by section 368 of the Act.
11. Twenty-one days' notice in writing at the least of every annual general meeting and of every meeting convened to pass a Special Resolution, and fourteen days' notice in writing at the least of every other general meeting (exclusive in every case both of the day on which the notice is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour of the meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons (including the auditors) as are under these Articles of Association or under the Statutes entitled to receive such notices from the Association **PROVIDED THAT** with the consent of all of the members having the right to attend and vote thereat, or of such proportion of them as is prescribed by the Statutes in the case of meetings other than annual general meetings, a meeting may be convened by such notice as those members may think fit.
12. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding had, at any meeting.

## PROCEEDINGS AT GENERAL MEETINGS

13. All business shall be deemed special that is transacted at an extraordinary general meeting, and all that is transacted at an annual general meeting shall also be deemed special, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Council and of the auditors, the election of members of the Council in the place of those retiring, and the appointment of, and the fixing of the remuneration of, the auditors
14. No business shall be transacted at any general meeting unless a quorum is present when the meeting proceeds to business and save as herein otherwise provided three members personally present shall be a quorum
15. If within half an hour from the time appointed for the holding of a general meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be dissolved and in any other case it shall stand adjourned to the same day in the next week, at the same time and place, or at such other place as the Council may determine.
16. The chairman (if any) of the Council shall preside as chairman at every general meeting, but if there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the members present shall choose some member of the Council, or if no such member be present, or if all of the members of the Council present decline to take the chair, they shall choose some member of the Association who shall be present, to preside.
17. The chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place and whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting and save as aforesaid, the members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.
18. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is, before or upon the declaration of the result of the show of hands, demanded by the chairman or by at least two members present in person or by proxy, or by a member or members present in person or by proxy and representing one-tenth of the total voting rights of all of the members having the right to vote at the meeting, and unless a poll be so demanded a declaration by the chairman of the meeting that a resolution has been carried, or carried unanimously or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minute book of the Association shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution. The demand for a poll may be withdrawn.
19. Subject to the provisions of Article 20, if a poll be demanded in manner aforesaid, it shall be taken at such time and place and in such manner, as the chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll

was demanded.

20. No poll shall be demanded on the election of a chairman of a meeting, or on any question of adjournment.
21. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded
22. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting shall be entitled to a second or casting vote
23. Subject to the provisions of the Statutes a resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at general meetings (or being corporations by their duly authorised representatives) shall be as valid and effective as if the same had been passed at a general meeting of the Association duly convened and held

#### VOTES OF MEMBERS

24. Subject as hereinafter provided, every member shall have one vote
25. Votes may be given on a poll either personally or by proxy. On a show of hands a member present only by proxy shall have no vote. A proxy need not be a member.
26. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if such appointor is a corporation under its common seal, if any, and, if none, then under the hand of some officer duly authorised in that behalf
27. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy thereof shall be deposited at the Office not less than forty-eight hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or in the case of a poll not less than twenty-four hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution
28. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, provided that no intimation in writing of the death, insanity or revocation as aforesaid shall have been received at the Office before the commencement of the meeting or adjourned meeting at which the proxy is used.
29. Any instrument appointing a proxy shall be in the following form or as near thereto as circumstances will admit:-

"I, ■ of ■ a member of ■ hereby appoint ■ of ■ and failing him ■ of ■ to vote for me and on my behalf at the [annual or extraordinary, or adjourned, as the case may be] general meeting



of the Association to be held on the day of , and at every adjournment thereof.

As witness my hand this day of 1993"

The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

#### **THE COMPOSITION OF THE COUNCIL OF MANAGEMENT**

30. The first members of the Council shall be the subscribers to the Memorandum of Association
31. No person shall in any circumstances be eligible to hold office as a member of the Council unless he is a member of the Association
32. The Council may from time to time and at any time appoint any member of the Association to be a member of the Council either to fill a casual vacancy or by way of addition to the Council but any member so appointed shall retain his office only until the next annual general meeting of the Association at which time he may offer himself for re-election
33. There shall be no maximum number of members of the Council but the minimum shall be set by the members of the Association from time to time by ordinary resolution and in the absence of any such resolution the minimum number shall be seven
34. No person shall be appointed or reappointed a member of the Council at any general meeting unless not less than fourteen nor more than thirty-five clear days before the date appointed for the meeting, notice executed by a member qualified to vote at the meeting has been given to the Association of the intention to propose that person for appointment or reappointment stating the particulars which would, if he were so appointed or reappointed, be required to be included in the Associations' register of members of the Council together with notice executed by that person of his willingness to be appointed or reappointed.
35. Not less than seven nor more than twenty-eight clear days before the date appointed for holding a general meeting notice shall be given to all who are entitled to receive notice of the meeting of any person (other than a member of the Council retiring by rotation at the meeting) in respect of whom notice has been duly given to the Association of the intention to propose him at the meeting for appointment or reappointment as a member of the Council. The notice shall give the particulars of that person which would, if he were so appointed or reappointed, be required to be included in the Association's register of members of the Council.

#### **POWERS OF THE COUNCIL**

36. The business of the Association shall be managed by the Council who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Association as they think fit, and may exercise all such powers of the Association, and do on behalf of the Association all such acts as may be exercised and done by the Association, and as are not by the Statutes or by these articles required to be exercised

or done by the Association in general meeting, subject nevertheless to these articles, to the provisions of the Statutes and to such regulations, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Association in general meeting; but no regulation made by the Association in general meeting shall invalidate any prior act of the Council which would have been valid if such regulation had not been made.

37. The members for the time being of the Council may act notwithstanding any vacancy in their body; provided always that in case the members of the Council shall at any time be or be reduced in number to less than the minimum number prescribed by or in accordance with these articles it shall be lawful for them to act as the Council for the purpose of admitting persons to membership of the Association, filling up vacancies in their body, or of summoning a general meeting, but not for any other purpose.

### **SECRETARY**

38. Subject to section 10 (5) of the Act the Secretary shall be appointed by the Council for such time at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. A member of the Council may be appointed to act as Secretary but should not be paid for his services as such. The provisions of sections 283 and 284 of the Act shall apply and be observed. The Council may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary, if there be no Secretary or no Secretary capable of acting.

### **THE SEAL**

39. The seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Council, and in the presence of at least two members of the Council and of the Secretary, and the said members and Secretary shall sign every instrument to which the seal shall be so affixed in their presence, and in favour of any purchaser or person bona fide dealing with the Association such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

### **DISQUALIFICATION AND RETIREMENT OF MEMBERS OF THE COUNCIL**

40. The office of a member of the Council shall be vacated:—
- (a) if he ceases to be a member of the Council by virtue of any provision of the Act or he becomes prohibited by law from being a member of the Council
  - (b) if he becomes bankrupt or makes any arrangement or composition with his creditors generally; or
  - (c) if he is, or may be, suffering from mental disorder and either:—
    - (i) he is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act 1983 or, in Scotland, an application

for admission under the Mental Health (Scotland) Act 1960, or

- (ii) an order is made by a court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his detention or for the appointment of a receiver, curator bonis or other person to exercise powers with respect to his property or affairs; or
  - (d) if he resigns his office by notice to the Association; or
  - (e) if he shall for more than six consecutive months have been absent without the permission of the Council from meetings of the Council held during that period and the members of the Council resolve that his office be vacated; or
  - (f) if he ceases to hold or practise the essential doctrines and articles of belief set down in the Statement of Faith ; or
  - (g) if he ceases to be a member of the Association
  - (h) on the expiry of his period of office which shall be determined by the members of the Association from time to time by ordinary resolution and in the absence of any such resolution shall be a period of five years
41. Subject as aforesaid, a member of the Council who retires at an annual general meeting may, if willing to act, be reappointed. If he is not reappointed, he shall retain office until the meeting appoints someone in his place, or if it does not do so, until the end of the meeting.

#### PROCEEDINGS OF THE COUNCIL

42. The Council may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit, and determine the quorum necessary for the transaction of business. Unless otherwise determined, three shall be a quorum. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman shall have a second or casting vote.
43. A member of the Council may, and on the request of a member of the Council the Secretary shall, at any time, summon a meeting of the Council by notice served upon the several members of the Council. A member of the Council who is absent from the United Kingdom shall not be entitled to notice of a meeting.
44. The Council shall from time to time elect a Chairman who shall be entitled to preside at all meetings of the Council at which he shall be present, and may determine for what period he is to hold office, but if no such Chairman be elected, or if at any meeting the Chairman be not present within five minutes after the time appointed for holding the meeting and willing to preside, the members of the Council present shall choose one of their number to be Chairman of the meeting.
45. A meeting of the Council at which a quorum is present shall be competent to exercise all the

authorities, powers and discretions by or under the regulations of the Association for the time being vested in the Council generally.

46. The Council may delegate any of their powers to committees consisting of such member or members of the Council as they think fit, and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Council. Any such committee may co-opt any other person to attend the meetings of such committee but no such co-opted person shall thereby be entitled to vote as a member of such committee. The meetings and proceedings of any such committee shall be governed by the provisions of these articles for regulating the meetings and proceedings of the Council so far as applicable and so far as the same shall not be superseded by any regulations made by the Council and all acts and proceedings of such committees shall be fully and promptly reported back to the Council.
47. All acts bona fide done by any meeting of the Council or of any committee of the Council, or by any person acting as a member of the Council, shall, notwithstanding it be afterwards discovered that there was some defect on the appointment or continuance in office of any such member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Council.
48. The Council shall cause proper minutes to be made of all appointments made by the Council and of the proceedings of all meetings of the Association and of the Council and of committees of the Council, and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.
49. A resolution in writing signed by all the members for the time being of the Council or of any committee of the Council who are entitled to receive notice of a meeting of the Council or of such committee shall be as valid and effectual as if it had been passed at a meeting of the Council or of such committee duly convened and constituted.

## ACCOUNTS

50. The Council shall cause accounting records to be kept in accordance with the requirements of the Statutes.
51. The accounting records shall be kept at the Office, or, subject to the provisions of the Statutes, at such other place or places as the Council shall think fit, and shall always be open to the inspection of the members of the Council.
52. The Council shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Association or any of them shall be open to the inspection of members not being members of the Council, and no member (not being a member of the Council) shall have any right of inspecting any account or book or document of the Association except as conferred by statute or authorised

by the Council or by the Association in general meeting.

53. At the annual general meeting in every year the Council shall in accordance with the provisions of the Statutes lay before the Association a proper income and expenditure account for the period since the last preceding account (or in the case of the first account since the incorporation of the Association) made up to a date not more than four months before such meeting, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Council and the auditors, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting, subject nevertheless to the provisions of section 240 (4) of the Act, be sent to the auditors and to all other persons entitled to receive notices of general meetings in the manner in which notices are hereinafter directed to be served. The auditors' report shall be open to inspection and be read before the meeting as required by section 236 of the Act

#### AUDIT

54. In accordance with the provisions of the Statutes once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified auditor or auditors
55. Auditors shall be appointed and their duties regulated in accordance with the provisions of the Statutes, the members of the Council being treated as the Directors mentioned in those provisions.

#### NOTICES

56. A notice may be served by the Association upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appearing in the register of members
57. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Association an address within the United Kingdom at which notices may be served upon him, shall be entitled to have notices served upon him at such address, but, save as aforesaid and as provided by the Act, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Association
58. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office as a prepaid letter

## RESTRICTIONS

59. The Association's profits (if any) or other income are to be applied in promoting its objects as set out in the Memorandum
60. Payment of dividends is prohibited
61. If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as the restrictions imposed on the Association under or by virtue of Clause 5 of the Memorandum of Association, such institution or institutions to be determined by the members of the Association at or before the time of dissolution and if and insofar as effect cannot be given to such provisions then the same shall be paid to some other charitable institution or institutions

Names and Addresses of Subscribers

*FRANCIS*

~~FRANK~~ TRISTRAM BELCHER

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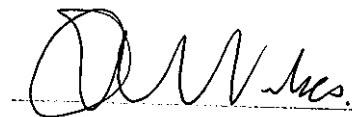
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KJC

ELIZABETH FORBES

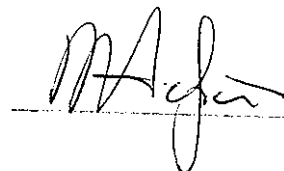
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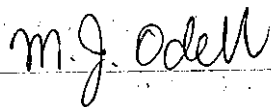
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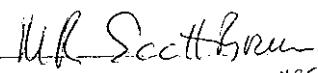
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P.A. Smeaton  
PAW

Dated the First day of May 1995

WITNESS TO THE SIGNATURE OF  
FRANK TRISTRAM BELCHER

[Signature]

15  
JOHN HITCHIN

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HARROGATE

BIRMINGHAM

GENERAL SECRETARY

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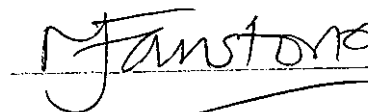
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Lois M. N. Compton

Reverend D. W. N. N. N.