

3834841.

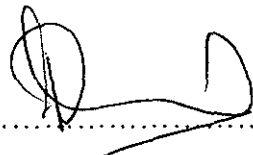
Extract from the minutes of the Annual General Meeting of The King's School
Gloucester, held on 20th November 2002

The following special resolution was discussed and unanimously approved:

That the following be added to the Memorandum of Association of The King's School, Gloucester after paragraph 4(d):

4 (e) "of any premium in respect of any indemnity insurance to cover the liability of the directors which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the company: Provided that any such insurance shall not extend to any claim arising from any act or omission which the directors knew to be a breach of trust or a breach of duty or which was committed by the directors in reckless disregard to whether it was a breach of duty or not and provided also that any such insurance shall not extend to the costs of any unsuccessful defence to a criminal prosecution brought against the directors in their capacity as directors of the company"

I certify that the above is a true copy of the relevant minute and that paragraph 4(e) has been appended to the Memorandum of Association



J E TOVEY COMPANY SECRETARY

