

**ISLAMIC HUMAN RIGHTS COMMISSION (A COMPANY LIMITED BY
GUARANTEE)**

COMPANY NO. 4716690

Minutes of the Extraordinary General Meeting of the members of the above Company, duly convened and held at 74 Castleton Avenue, Wembley on the 17 December, 2005 at 2.00 pm.

Present

Massoud Shadjareh, Nazim Ali, Arzu Merali

Notice of Meeting

All members being present IT WAS RESOLVED that due notice convening the Meeting be and is hereby waived.

Special resolutions

1. It was proposed that the following amendment be made to the Memorandum and Articles of Association of the Company as follows:-

That the word 'Company' be added in place of 'Charity' at every instance it appears in the Memorandum of Association and Articles of Association of the Company

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

2. It was proposed that the following amendment be made to the Memorandum and Articles of Association of the Company as follows:-

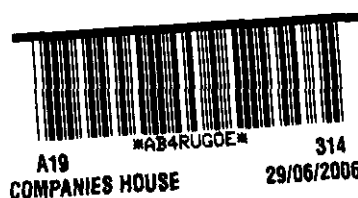
That the words 'Director' and 'Directors' be added in place of 'Trustee' and 'Trustees' respectively at every instance they appear in the Memorandum of Association and Articles of Association of the Company

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

3. It was proposed that Clause 4, sub-clause (iv) of the Memorandum of Association be amended as follows:-

subject to clause 5 below to employ such staff as are necessary for the proper pursuit of the Objects and to make all reasonable and necessary provision for the payment of pensions and superannuation to staff and their dependents;

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.



4. It was proposed that clause 4, sub-clause (v) of the Memorandum of Association be amended as follows:-

To establish or support any trusts, charities, associations or institutions formed for all or any of the Objects;

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

5. It was proposed that clause 4, sub-clause (vi) of the Memorandum of Association be amended as follows:-
to co-operate with other voluntary bodies, charities and statutory authorities operating in furtherance of the Objects or similar purposes and to exchange information and advice with them;

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

6. It was proposed that clause 5 of the Memorandum of Association be amended as follows:-

The Directors may decide the terms (including as to remuneration) on which a Director is to perform Directors' functions, or otherwise perform any service for the Company or any of its subsidiaries.

The Directors may by ordinary resolution limit or otherwise specify the remuneration to which any Director may be entitled, either generally or in particular cases.

The Company may meet all reasonable expenses which the Directors properly incur in connection with:

(a) the exercise of their functions; or

(b) the performance of any other duty which they owe to, or service which they perform for, the Company or any of its subsidiaries.

The Company may make payment in good faith:

(c) of interest on money lent by any Director of the Company or on other moneys lent to the Company as previously approved at a meeting of the Directors, at a proper and reasonable rate;

(d) of fees, remuneration or other benefit in money or money's worth to any company of which a director may also be a member or director;

(e) of reasonable and proper rent for premises demised or let by any director of the Company.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

7. It was proposed that Clause 1 of the Articles of Association of the Company be amended as follows:-

In these articles:

"the Company" mean sthe company intended to be regulated by these articles;

"the Act" means the Companies Act 1985 including any statutory modification or re-enactment thereof for the time being in force;

"the articles" means these Articles of Association of the Company;

"clear days" in relation to the period of a notice means the period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;

"executed" includes any mode of execution;

"the memorandum" means the memorandum of association of the Company;

"the seal" means the common seal of the Company if it has one;

"secretary" means the secretary of the Company or any other person appointed to perform the duties of the secretary of the Company, including a joint, assistant or deputy secretary;

"the United Kingdom" means Great Britain and Northern Ireland; and

words importing the masculine gender only shall include the feminine gender.

Subject to the aforesaid, words or expressions contained in these Articles shall, unless the context requires otherwise, bear the same meaning as in the Act.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

8. It was proposed that a new Clause be adopted as Clause 2(3) of the Articles of Association as follows:-

The Directors from time to time shall be the only Members of the Company.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

9. It was proposed that Clause 5 of the Articles of Association be amended as follows:-

An annual general meeting and an extraordinary general meeting called for the passing of a special resolution appointing a director shall be called by at least twenty-one clear days' notice. All other extraordinary general meetings shall be called by at least fourteen clear days' notice but a general meeting may be called by shorter notice if it is so agreed:

(1) in the case of an annual general meeting, by all members entitled to attend and vote; and

(2) in the case of any other meeting by at least two (when there are three members) and not less than half of all members entitled to vote.

The notice shall specify the time and place of the meeting and the general nature of the business to be transacted, and in the case of an annual general meeting specify the meeting as such.

The notice shall be given to all members and directors.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

10. It was proposed that Clause 7 of the Articles of Association be amended as follows:-

No business shall be transacted at any general meeting unless a quorum is present.

The quorum for a general meeting shall be two Directors (where there are three directors, and not less than half the number of Directors) present in person (or a duly appointed representative) and entitled to vote on the business to be transacted.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

11. It was proposed that Clause 21 of the Articles of Association be amended as follows:-

No member shall be entitled to vote at any general meeting if he is the subject of enquiry by a committee of members or if s/he has failed to attend without notice or fair reason the previous three meetings.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

12. It was proposed that Clause 38(1) of the Articles of Association be amended as follows:-

A director shall cease to hold office if he:

(1) ceases to be a director by virtue of any provision in the Act;

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

13. It was proposed that Clause 39 of the articles of association be amended as follows:-

The Directors may be paid all reasonable travelling, hotel and other expenses properly incurred by them in connection with their attendance at meetings of directors or committees of directors or general meetings or otherwise in connection with the discharge of their duties.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

14. It was proposed that Clause 40 of the Articles of Association be amended as follows:-

Subject to the provisions of the Act and to Clause 5 of the memorandum, the directors may appoint one or more of their number to the remunerated office of managing director or to any other remunerated executive office under the Company. Any such appointment may be made upon such terms as the directors determine. Any appointment of a director to an executive office shall cease if he ceases to be a director. A managing director and a director holding any other executive office, like other directors, shall not be subject to retirement by rotation.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

15. It was proposed that Clause 41 of the Articles of Association be amended as follows:-

Except to the extent permitted by clause 5 of the memorandum, no director shall take or hold any interest in any property belonging to the Company.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

16. It was proposed that Clause 49 of the Articles of Association be amended as follows:-

Any bank account in which any of the assets of the Company is deposited shall be operated by the directors and shall indicate the name of the Company. All cheques and orders for the payment of money from such accounts shall be signed by a director or a duly authorised member of staff of the company.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

17. It was proposed that Clause 54 of the Articles of Association be amended as follows:-

The Directors shall comply with their obligations under the Act with regard to the preparation of an annual report.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

18. It was proposed that Clause 55 of the Articles of Association be amended as follows:-

The Directors shall comply with their obligations under the Act with regard to the preparation of an annual return.

After discussion IT WAS RESOLVED that this change be hereby approved and adopted.

Closure

There being no further business the Meeting was closed by the Chairman.

Chairman (Massoud Shadjareh)