

Company No: 7683841

THE COMPANIES ACT 2006

COMPANY LIMITED BY GUARANTEE

SPECIAL RESOLUTION

(passed as a WRITTEN RESOLUTION

of

Midlands Air Ambulance Charity

(the 'Charity')

WEDNESDAY



A26 *A13QGRA2* 29/02/2012 #436
COMPANIES HOUSE

Circulation date: 13 February 2012

Passed on: 13th February 2012


We, the undersigned, being all the members of the Charity entitled to attend and vote at general meetings of the Charity **hereby resolve** in accordance with Chapter 2 of Part 13 of the Companies Act 2006

Special Resolution

- 1 That Article 3 4 of the Charity's Articles of Association be **deleted** and **replaced** with
'No NHS Organisation or employee or Executive Director of any NHS organisation and no Governor of the NHS Trust may be appointed as a Trustee'
- 2 That Article 13 1 of the Charity's Articles of Association be **deleted** and **replaced** with
'Notices and other documents to be served on Members or Trustees under the Articles or the Companies Act may be served
 - (a) *by hand,*
 - (b) *by post, or*
 - (c) *by suitable Electronic Means'*
- 3 That Article 15 2 of the Charity's Articles of Association be **amended** so that
 - 3 1 the entries 'NHS Employee' and 'NHS Executive Director' and their definitions are **deleted**, and

- 3.2 an entry '*NHS Organisation*' is included in the list of defined terms with the following definition

'means any organisation which provides NHS services including any NHS trust or NHS foundation trust'



Anthony Arrowsmith

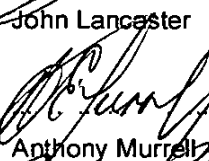


Brendan Connor

Elizabeth Greetham



John Lancaster



Anthony Murrell



Roger Pemberton



Robin Richmond

NOTES:

- 1 If you agree to these Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Charity. If you do not agree, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 2 Once you have indicated your agreement, it may not be revoked.
- 3 Unless, within 28 days of the Circulation Date, agreement has been received from you for the Resolutions to be passed, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Charity on or before this date.