

Company No: 07905861

Charity No: 114988

**The Companies Act 1985 to 2006**

**Private Company Limited by Guarantee**

**SPECIAL RESOLUTION  
OF  
LLOYD'S REGISTER FOUNDATION  
(‘the Foundation’)**

**Notice** is hereby given that the following resolution was duly passed at a general meeting of the members of the Foundation held on 28 September 2023:

**SPECIAL RESOLUTION**

That the Articles of Association of the Foundation are amended as follows:

1. After article 5.7 a new article shall be inserted as follows:

“5.8 In the case of the Trustee then holding the position of Chairman only, and for the purpose of effective succession planning and transition, notwithstanding the provisions of articles 5.5 to 5.7, if the Trustees so wish, they may at the end of such Chairman’s fourth term of office referred to in article 5.7, re-appoint such retiring Chairman for a fifth term of up to three years subject to annual re-appointment, for the purpose of facilitating effective succession planning and transition.

At the end of this fifth term of office, or on earlier retirement after reappointment under this article, the Chairman must stand down.”

2. Existing articles 5.8 and 5.9 shall be renumbered as articles 5.9 and 5.10.
3. In article 5.4 the reference to “article 5.8” shall be replaced with a reference to “article 5.9”.

Michelle K Davies  
Michelle K Davies (Oct 9, 2023 10:28 GMT+1)

M K Davies  
Secretary, Lloyd’s Register Foundation