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FEDNBURGH

THE COMPANIES ACTS 1985 to 1989

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COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

VERIMAC (NO 92) LIMITED

At an Extraordinary General Meeting of the Company held at 48 Castle Street, Edinburgh on 6 October 1998 the following Resolutions were passed as Special Resolutions:-

RESOLUTIONS

- (i) That the name of the Company be changed to "FETTES COLLEGE SPORTS CLUB LIMITED".
- (ii) That the Memorandum of Association of the Company be amended by the insertion of the following clause as a new Clause III (1) (a) and that the existing sub-clauses in Clause III (1) be re-numbered accordingly:

"The objects for which the Company is established are:-

(1) (a) To carry on, promote, subsidise, pay for, organise and otherwise be concerned in the provision of or participation in all forms of leisure activities, whether on behalf of Fettes College or otherwise, to acquire by purchase, lease or otherwise sports grounds or facilities and premises for the enjoyment of leisure pursuits or activities of any kind including the erection and maintenance of sports halls for the provision of sporting or other facilities, the sale and supply of refreshments, hot or cold food and soft or alcoholic beverages, the running of a club, whether open to members of the public or otherwise, for the encouragement and furtherance of sporting and other leisure activities and to promote and hold, either alone or jointly with others, meetings, competitions and matches for any sporting or other activity and to offer give or contribute towards prizes, medals and awards and to promote, give or support dinners, balls, concerts and other entertainments;"

Joz N K Chairman

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