

YORKSHIRE AND CLYDESDALE BANK FOUNDATION
Private Company Limited by Guarantee
("the Company")

Written Resolutions of the Members of the Company


The following resolutions were passed as written resolutions of the Company on 17 May 2011 in accordance with the Articles of Association of the Company and the Companies Act 2006.

SPECIAL RESOLUTIONS

THAT the Articles of Association of the Foundation be and they are hereby amended as follows:

Article 4 be deleted and a new Article 4 be inserted as follows:

- 4 (a) No person shall become a member of the Foundation unless:
- (i) that person has completed an application for membership in a form approved by the trustees, and
 - (ii) the trustees have approved the application.
- (b) (i) A member may withdraw from membership of the Foundation by giving 7 days' notice to the Foundation in writing.
- (ii) Membership is not transferable.
 - (iii) Subject to paragraph (a) above, membership terminates when a person dies or leaves the employment of National Australia Group Europe Limited or when an entity ceases to exist.


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Director/Secretary

WEDNESDAY



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25/05/2011

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COMPANIES HOUSE