

THE COMPANIES ACT 1985
COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

RESOLUTIONS
OF
THE FOUNDATION FOR CHRISTIAN COMMUNICATION LIMITED

(Passed on 17th November 1999)

At an **EXTRAORDINARY GENERAL MEETING** of the above-named Company duly convened and held at 12 Warwick Square, London, SW1V 2AA, on Wednesday 17th November 1999, the following Resolution was duly passed as a Special Resolution of the Company:-

SPECIAL RESOLUTION

THAT -

- 1 the provisions of the Memorandum of Association of the Company with respect to the objects of the Company be altered by adding after the existing paragraph (xxvi) of clause 3 the following new paragraph (xxvii) and by renumbering the existing paragraphs (xxvii) to (xxx) as paragraph (xxviii) to (xxxi) respectively -

"(xxvii) To pay out of the funds of the Association all expenses for, and to make payments for or towards, insurance for all persons who are in the employment or service of the Association, or of the 1969 Charitable Trust, or who are directors or officers of the Association, or members of its Council or governing body **Provided** that any such insurance shall not extend to any claim arising from any act or omission which the Council or governing body knew to be a breach of trust or a breach of duty or which was committed by the Council or governing body in reckless disregard of whether it was a breach of trust or a breach of duty or not and provided also that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution brought against the Council or governing body in their capacity as the governing body of the charity".

- 2 the provisions of the Memorandum of Association of the Company with respect to the objects of the Company be altered by the addition of the following new sub-paragraph (f) to the proviso to clause 4:-

"(f) of any premium or similar amount in respect of any insurance purchased or maintained by the Association in respect of any liability which by virtue of any rule of law would otherwise attach to any member of the Council or governing body of the Association, or any director or other officer or auditor of the Association in respect of any negligence, default, breach of duty or breach of trust of which he may be guilty in relation to the Association **Provided** that any such insurance shall not extend to any claim arising from any act or omission which the Council or governing body knew to be a breach of trust or a breach of duty or which was committed by the Council or governing body in reckless disregard of whether it was a breach of trust or a breach of duty or not and provided also that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution brought against the Council or governing body in their capacity as the governing body of the Charity; and any member of the Council or governing body of the Association may as a member of the Council or other governing body vote and be counted as one of the quorum upon a motion or resolution which may be put to the Council or other governing body in respect of the purchase or maintenance of such insurance notwithstanding that he may be interested in the same"; and

- 3 the Articles of Association of the Company be altered by the deletion of the existing Article 70 and the insertion of the following new Article 70. -

"70. Subject to the provision of the Statutes but without prejudice to any indemnity to which a director may otherwise be entitled, every director or other officer or auditor of the Association shall be indemnified out of the assets of the Association against all costs, charges and expenses or liabilities incurred by him in the execution or discharge of his duties or in relation thereto (including, without prejudice to the generality of the foregoing, against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgement is given in favour or in which he is acquitted, or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Association)."


Chairman