

27<sup>th</sup> November 2001

**COMPANIES ACTS 1985 AND 1989**

**Internet Watch Foundation Limited**  
**Company Number 3426366**

**SPECIAL RESOLUTION**

At the Annual General Meeting of the Company held at 10.00 am on 15<sup>th</sup> November 2001 at the AOL Europe Offices, Regus Building, 72 Hammersmith Road, London W14, the following special resolution, previously unanimously approved at an Extraordinary General Meeting on 31<sup>st</sup> January 2001, was confirmed by all members present:

**"Special Resolution 1**

Delete Article 7 and replace it by:

**7 ALTERNATE DIRECTORS**

7.1 There shall be no power to appoint alternate directors, and regulations 65 to 69 of Table A (inclusive) shall not apply to the Company.

7.2 The directors may from time to time make such rules or bye-laws as they may deem necessary or expedient or convenient for the purposes of allowing a director to appoint representatives to attend board meetings on their behalf and to vote on behalf of the director appointing them.

7.2.1 Such representatives shall not be entitled to exercise any power of a director other than at meetings of the directors, and they shall not be directors or alternate directors by virtue of appointment under such rules or bye-laws. Nonetheless, regulations 88 to 93 (inclusive) of Table A shall be read and construed as if any such representatives were alternate directors.

7.2.2 The Company in general meeting shall have power to alter or repeal such rules or bye-laws and to make additions thereto."

Signed:



David Kerr, Company Secretary

Dated: 27<sup>th</sup> November 2001

