and shall give effect to any Instruction or decision on matters of principle Issued or made by the directors.

108. Unless otherwise determined by special resolution, the following matters shall be excluded from delegation to any general committee

(a) any introduction of a new policy or any change in policy which could have a significant impact on the company or which would fall within the responsibility of another committee or conflict with the declared policy of another committee

(b) any matter involving expenditure not in accordance with the financial regulations of the company

(c) any capital building project

(d) the appointment or dismissal of any employee of the company.

109. All contracts with third parties in connection with the discharge of the functions of a general committee shall be entered into by the chairman of the committee or; in her/his absence, by some other director of the company; no member of a general committee (other than a director) shall contract, or hold her/himself out as contracting, on behalf of the company

110. All acts done by a general committee shall, notwithstanding that it is afterwards discovered that there was a defect in the appointment of any member of the committee or that any member of the committee was not qualified to act as such, be as valid as if every such person had been duly appointed and was so qualified.

111. A resolution in writing signed by all the members of a general committee shall be as valid and effectual as if it had been passed at a meeting of the committee duly convened and held; it may consist of several documents in the same form each signed by one or more members of the committee.

112. A resolution signed by an alternate director appointed by a director who is a member of a general committee need not also be signed by her/his appointee; a resolution signed by a member of a general committee who has appointed an alternate director need not be signed by the alternate director in that capacity.

Secretary

113. Subject to the provisions of the Act, the secretary shall be appointed by the directors for such term, *at* such remuneration and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.

Minutes

114. The directors shall ensure that minutes are made (in books kept for the purpose) of all proceedings at general meetings, meetings of the directors, meetings of committees of directors and meetings of general committees; a minute of a meeting of directors or of a committee of directors shall include the names of the directors present.

Accounts

115. No member shall (as such) have any right of inspecting any accounting records or other book or document of the company except as conferred by statute or as authorised by the directors or by ordinary resolution of the company.

Auditors

116. Auditors of the company shall be appointed and their duties regulated in accordance with the Act.

Notices

117. Any notice to be given in pursuance of these articles shall be in writing; the company may give any such notice to a member either personally or by sending it by post in a pre-paid envelope addressed to the member at his/her registered address or by leaving it at that address.

118. Any notice, if sent by post, shall be deemed to have been given at the expiry of twenty four hours after posting; for the purpose of proving that any notice was given, it shall be sufficient to prove that the envelope containing the notice was properly addressed and posted.

119. A member present at any meeting of the company shall be deemed to have received notice of the meeting and, where requisite, of the purposes for which it was called.

Winding-Up

120. If the company is wound up, the liquidator shall transfer the assets of the company to an appropriate body in accordance with the provisions of the memorandum of association.

Indemnity

121. Subject to the provisions of the Act but without prejudice to any indemnity to which a director may otherwise be entitled, every director or other officer or auditor of the company shall be indemnified out of the assets of the company against any loss or liability which s/he may sustain or incur in connection with the execution of his/her duties of office including, without prejudice to that generality, any liability incurred in defending any proceedings, whether civil or criminal, in which judgement is given in her/his favour or in which s/he is acquitted or in connection with any application in which relief is granted by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the company.

Names and Addresses of Subscribers: Signatures:

[redacted]

Names and Addresses of Subscribers (Continuation):

Signatures:

[redacted]

[redacted]