

Company number 00355248

Registered charity in England and Wales (225910)

PRIVATE COMPANY LIMITED BY GUARANTEE

SPECIAL RESOLUTION

of

JNF CHARITABLE TRUST (the Company)

At an annual general meeting of the Company duly convened and held at JNF Charitable Trust, Mountcliff House, 154 Brent Street, London NW4 2BF and on Zoom on Tuesday 1 November 2022 at 18:00, the following resolutions were duly passed as a special resolution and as an ordinary resolution (with unanimous consent):

1. Special resolution

That with effect from the conclusion of the Annual General Meeting the draft articles of association produced to the meeting and, for the purposes of identification, initialled by the Chairman be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

2. Ordinary resolution

That to the extent that there have been any historic issues with the appointment of one or more directors, and to the extent that any such issues might mean that a director did not have authority to bind the Company when acting, with effect from the conclusion of the Annual General Meeting any and all such historic decisions are ratified.

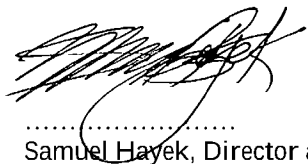
It was noted at the annual general meeting that under the new articles of association:

- Under clause 13 and clause 14.7, the maximum term of office for an Honorary Officer and for a director is extended to six terms i.e. 18 years.
- Under clause 14.8, no director shall serve for more than three consecutive terms (i.e. nine years) unless the directors consider it would be in the best interests of the Company for a particular director to continue to serve beyond that period and that director is reappointed in accordance with the articles.

It was noted that this reflects the approach set out in the Charity Governance Code, which recommends that trustees are appointed for an agreed length of time and that any appointment lasting longer than nine years is rigorously reviewed. It was further noted that extending the possible maximum term of office for a director and for an Honorary Officer from five to six terms was considered to be in the best interests of the Company, to give the opportunity to provide consistency for the Charity and to enable a long-term strategic approach if desired.

It was further noted that the directors of the Company were first appointed on the following dates meaning that the maximum term of office for each director under the Company's new articles (subject to their reappointment in accordance with clauses 14.7 and 14.8) is as follows:

Name	Date of Appointment	Maximum term reached at date of AGM in the following year
David Berens	03/01/2013	2031
Gideon Falter	24/01/2018	2036
Samuel Hayek	18/02/2008	2026
Laurence Julius	24/03/2020	2038
Timothy Kendal	23/06/2020	2038
Murray Lee	18/02/2008	2026
Alan Mendoza	03/10/2018	2036
Gary Mond	22/07/2011	2029
Belinda Oakland	22/09/2020	2038
Marilyn Waisman	18/02/2008	2026
Howard Wayne	25/04/2017	2035



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Samuel Hayek, Director and Chairman

1/11/2022
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Date