

COMPANY NO 0023811

THE COMPANIES ACT 2006  
COMPANY LIMITED BY GUARANTEE  
SPECIAL RESOLUTIONS  
OF

BRITISH INSTITUTE OF VERBATIM REPORTERS

AT A GENERAL MEETING OF THE ABOVE-NAMED COMPANY, DULY CONVENED  
AND HELD AT The Premier Inn Reading Central, Letcome Street, Reading, Berks ,  
RG1 2HN on 19th May 2012

THE FOLLOWING RESOLUTIONS WERE DULY PASSED -

Resolution 1

To remove all reference to "auditor" or "auditors" from our Memorandum and Articles of Association by deleting the words "and Auditors", "and the appointment of the auditors" in article 37, and the words "or auditor" in article 69, so that the articles read

37 All business shall be deemed special that is transacted at an Extraordinary General Meeting, and also all that is transacted at an Annual General Meeting, with the exception of the consideration of the Accounts, Balance Sheet and the Reports of the Council, the election of the President and of the members of the Council in the place of those retiring

69 Subject to the provisions of the Act, but without prejudice to any indemnity to which a Council member may otherwise be entitled, every Council member or officer of the Institute shall be indemnified out of the assets of the Institute against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his 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 Institute

Resolution 2

To amend Article 64 by the addition of the words:

"The accounts, before adoption, should be examined by a member of BIVR who could be either a Council member or a non-Council member to verify them"

so that they read:



- 64 - It shall be the duty of the Treasurer to receive all moneys due and to make payments in accordance with policies determined by the Council, operate the bank account, to keep appropriate records and to make regular reports to the Council as to the financial position of the Institute. The accounts, before adoption, should be examined by a member of BIVR who could be either a Council member or a non-Council member to verify them.

SIGNED



SECRETARY

19<sup>th</sup> May 2012