

Company no 249462

THE COMPANIES ACT 2006

FRIDAY



COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

SPECIAL RESOLUTION
- of -
ROYAL TELEVISION SOCIETY

(Passed on 24 May 2016)

At the Annual General Meeting of the Company, duly convened and held at Kildare House, 3 Dorset Rise, London EC4Y 8EN on the date specified above the following resolution was duly passed as a special resolution:

RESOLUTION

IT WAS UNANIMOUSLY RESOLVED that the Articles of Association approved on 24 May 2012 should be amended such that Article 5.3 shall now read

5 3 The Board of Trustees shall elect a member of the Society to act as Chair of the Board of Trustees for a term of three years from his or her election
He or she may, on expiry of that term, be re-elected to serve a second three year term but no person who has served as Chair of the Board of Trustees for two successive terms of office (including any term of office served before the date on which the Articles took effect) may serve on the Board of Trustees unless a period of three years has passed since the end of that six year period

It was further agreed that Article 6 4 shall now read

- 6 4 The following standing committees shall be established
- (a) an Executive Management Group, which shall have power to establish such further advisory sub-committees as it may see fit,
 - (b) a Remuneration Committee,
 - (c) an Audit Committee and
 - (d) a Nominations Committee

In addition, the numbering of Articles would be revised to eliminate the absence of a 7 10 in the Articles of 2012

The Articles revised in accordance with the wishes of the Annual General Meeting of 24 May 2016 are attached

David Lowen

Director