

THE COMPANIES ACT 2006

COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

SPECIAL RESOLUTIONS

- of -

THE ROYAL COLLECTION TRUST

(the Charity)

Circulated on the 5 day of March 2021

(the Circulation Date)

Passed on the 10 day of March 2021

Written resolutions passed as special resolutions in accordance with the Charity's Articles of Association and Part 13 of the Companies Act 2006.

Special Resolutions

IT IS RESOLVED THAT

1. the following clauses in the Articles of Association shall be amended as follows:
 - a. Article 43 (which concerns the trustees of the Charity) shall be amended to remove all reference to The Prince of Wales.
 - b. Article 46 (which concerns the removal of trustees by the Charity) shall be amended so that the words "*other than The Prince of Wales*" are removed.
 - c. Article 52 (The Chairman) shall be renumbered as Articles 52.1 and 52.2 and amended so that:
 - i. in Article 52.1 the words "*The Chairman of the Trustees shall be The Prince of Wales during his lifetime or until he shall resign such office. Subject thereto*" are removed; and
 - ii. in Article 52.2 the words "*The Trustees shall appoint the Deputy Chairman of the Trustees from amongst their number*" are inserted.

- d. Article 86 (Interpretation) shall be amended so that:
- i. reference to The Prince of Wales and the associated meaning set opposite to that reference is removed; and
 - ii. the definition of Deputy Chairman is broadened with the inclusion of the words "*the deputy chairman of the Company*" and the deletion of the words "*who shall be the holder for the time being of the office of Lord Chamberlain*".
2. the Articles of Association shall be amended accordingly and so as to take the form of the document attached to this resolution as the new Articles of Association of the Charity in substitution for and to the exclusion of the existing Articles of Association of the Charity.



.....
The Rt Hon. The Earl Peel GCVO
Lord Chamberlain

..... 10.3.21
Date

.....
Sir Michael Stevens KCVO
Keeper of the Privy Purse

.....
Date

.....
The Rt. Hon. Sir Edward Young KCVO
Private Secretary to The Queen

.....
Date

Statement

Set out above are the written resolutions which it is proposed should be passed by the members of the Charity in accordance with Part 13 of the Companies Act 2006.

The resolutions are proposed to be passed as Special Resolutions.

If you wish to signify your agreement to the resolutions you must do so by sending to the Charity a document which identifies the resolutions to which it relates and indicates your agreement to those resolutions. The easiest way to do this is to sign, date and return this document. Your agreement, once signified, may not be revoked.

In order for the resolutions to be passed, the members must have indicated their agreement to the resolutions within 28 days of the Circulation Date set out above.

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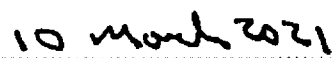
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