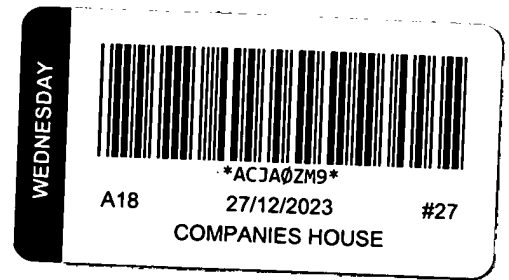


**St John &
St Elizabeth Hospital**

Putting people first



Company Number: 02808390

Charity Number: 1020916

THE COMPANIES ACT 2006

COMPANY LIMITED BY GUARANTEE

WRITTEN RESOLUTION

of

THE HOSPITAL OF ST JOHN AND ST ELIZABETH

("the Company")

CIRCULATION DATE: 30 OCTOBER 2023

Under Chapter 2 of Part 13 of the Companies Act 2006, the Trustees of the Company propose that the following resolution is passed as a special resolution of the Members ("Resolution").

SPECIAL RESOLUTION:

It is resolved that with immediate effect the Articles of Association of the Company be amended by:

1. Deleting Article 6.2 and inserting the following new Article 6.2 in its place:
6.2 The number of Trustees shall be not less than [eight] and is not subject to any maximum. At least [70%] of the total number of Trustees must profess the Roman Catholic faith.
2. Deleting Article 6.7.7 and inserting the following new Article 6.7.7 in its place:
6.7.7 resigns by Written notice to the Trustees (but only if at least [eight] Trustees will remain in office);

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on 30 October 2023, hereby irrevocably agrees to the Resolution:



St John & St Elizabeth Hospital

Putting people first

Name Mrs Joan Lenihan
Signature J.R. Lenihan
Date 31-10-23

Notes

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

- By hand: delivering the signed copy to Mrs Elaina Moss, Company Secretary and General Counsel, St John and St Elizabeth Hospital, 60 Grove End Road, London NW8 9NH.
- Post: returning the signed copy by post to Mrs Elaina Moss, Company Secretary and General Counsel, St John and St Elizabeth Hospital, 60 Grove End Road, London NW8 9NH (pre-paid envelope enclosed) ✓
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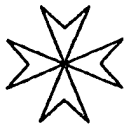
Explanatory Statement

The current Articles provide that the number of Trustees shall be not less than 10 and that where there are fewer than 10, the Board can only act for the purpose of filling vacancies or calling general meetings.

The resignation of Sir Mark Allen and the decision by Professor Margaret Johnson not to stand for re-election at the AGM on 26 October 2023 means that the Board of Trustees will be 9 in number.

The proposed amendment to the Articles will enable the Board to continue to perform the full remit of its duties whilst also filling the vacancies on the Board. The Board considers this to be in the best interests of the charity. The minimum number of Trustees can be increased again in due course, as part of a planned full review of the Articles, should this be deemed appropriate.

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St John & St Elizabeth Hospital

Putting people first

Name ELIZABETH KERR
Signature Elizabeth Kerr
Date 31.10.2023

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St John & St Elizabeth Hospital

Putting people first

Name FRANCIS FITZHERBERT-BRACKHOLES
Signature Francis Brackholes
Date 31.X.23

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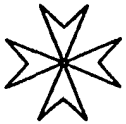
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St John & St Elizabeth Hospital

Putting people first

Name

Julian Schild

Signature

Julian Schild

Date

31st October 2023

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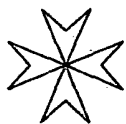
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St John & St Elizabeth Hospital

Putting people first

Name

COCKLAW JG

Signature

[Handwritten signature]

Date

11/11/23

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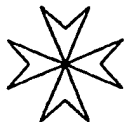
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St John & St Elizabeth Hospital

Putting people first

Name MIKE STAUNTON
Signature Mikr Staunton
Date 1 November 2023

Notes

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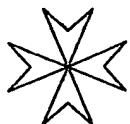
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St John & St Elizabeth Hospital

Putting people first

Name

CATHERINE O'CONNOR

Signature

[Handwritten signature]

Date

01/11/2023

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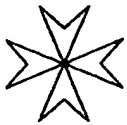
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St John & St Elizabeth Hospital

Putting people first

Name

Darcy Fautz

Signature

DARCY FAUTZ

Date

2-11-23

Notes

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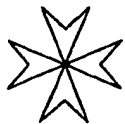
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St John & St Elizabeth Hospital

Putting people first

Name PRISCILLA ANN SHARP
Signature Prill Sharp
Date 2nd November 2023

Notes

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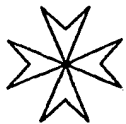
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St John & St Elizabeth Hospital

Putting people first

Name *Tom Scroth*
Signature *[Signature]*
Date *2-11-2023*

Notes

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St John & St Elizabeth Hospital

Putting people first

Name

ALDA ANDREOTTI

Signature

[Handwritten signature]

Date

3 November 2023

Notes

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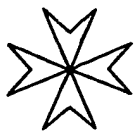
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St John & St Elizabeth Hospital

Putting people first

Name

GENAIDINE GILBIRDE

Signature

Genaidine Gilbirde

Date

04/11/2023

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1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

- By hand: delivering the signed copy to Mrs Elaina Moss, Company Secretary and General Counsel, St John and St Elizabeth Hospital, 60 Grove End Road, London NW8 9NH.
- Post: returning the signed copy by post to Mrs Elaina Moss, Company Secretary and General Counsel, St John and St Elizabeth Hospital, 60 Grove End Road, London NW8 9NH (pre-paid envelope enclosed).
- Email: by attaching a scanned copy of the signed document to an email and sending it to elaina.moss@hje.org.uk Please type "Written resolution dated 30 October 2023" in the email subject box.

Electronic Signature by the duly authorised signatory is permitted provided that the authentication requirements set out in section 1146 of the Companies Act are complied with to confirm the identity of the signatory.

You may not return the Resolution to the Company by any other method.

If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless by 28 days of the circulation date (i.e. by 27 November 2023) sufficient agreement is received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or on this date.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

Explanatory Statement

The current Articles provide that the number of Trustees shall be not less than 10 and that where there are fewer than 10, the Board can only act for the purpose of filling vacancies or calling general meetings.

The resignation of Sir Mark Allen and the decision by Professor Margaret Johnson not to stand for re-election at the AGM on 26 October 2023 means that the Board of Trustees will be 9 in number.

The proposed amendment to the Articles will enable the Board to continue to perform the full remit of its duties whilst also filling the vacancies on the Board. The Board considers this to be in the best interests of the charity. The minimum number of Trustees can be increased again in due course, as part of a planned full review of the Articles, should this be deemed appropriate.

Note there is no suggestion to alter the requirement for 70% of the total number of Trustees to profess the Roman Catholic faith.