

Company No 04183431
THE COMPANIES ACT 2006
COMPANY LIMITED BY GUARANTEE



WRITTEN RESOLUTION
OF
BLACK COUNTRY CHAMBER OF COMMERCE & INDUSTRY
(the "Company")

On the 17 day of September 2015 the following written resolution was duly passed as a special resolution of the Company

SPECIAL RESOLUTION

"That the articles of association of the Company be amended by deleting the present Article 19 and replacing it with the following new Article 19

19 Board of Directors

19 1 The Board shall consist of

19 1 1 the President, the Vice President (if any), (until the Amalgamation Date) the Four Presidents (provided that the Four Presidents holding office on the Amalgamation Date shall, without prejudice to any other provision of these Articles, remain in office until the end of the first annual general meeting of the Chamber to be held following the Amalgamation Date), and the Chief Executive,

19 1 2 in addition to the Directors listed in Article 19 1 1, and subject to Article 19 2, up to eight persons who shall be appointed as Directors by ordinary resolution of the Members at any general meeting following a recommendation by the Appointments Committee, and

19 1 3 in addition to the Directors listed in Articles 19 1 1 and 19 1 2, up to two persons who shall be appointed as Directors by ordinary resolution of the Members at a general meeting (other than an annual general meeting) following a recommendation by at least thirty Members in accordance with Articles 20 1 3 2 and 20 3 3

The Directors listed in Article 19 1 1 are ex officio Directors

19 2 If there shall for the time being be any shortfall in the number of Directors mentioned in Article 19 1 (other than the Four Presidents) the number may be made up by the appointment of one or more additional Directors by ordinary resolution of the Members at any general meeting following a recommendation of the Appointments Committee, notwithstanding that there may already be eight persons in office under Article 19 1 2 Any such person shall hold office until the commencement of office of the relevant ex officio Director whose vacancy such person was appointed to fill, or the date on which such person is obliged to retire by rotation pursuant to Article 31 2, whichever is the first to occur "

DATED 17 SEPTEMBER 2015

N. J. J.

Director