

Company no: 06272889

Charity no: 1122080

THE COMPANIES ACT 2006

COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

WRITTEN RESOLUTION

OF

British Olympic Foundation

(the 'Charity')

(Passed on 2 January 2014)

We, the undersigned, being all the members of the Charity entitled to attend and vote at general meetings of the Charity hereby resolve in accordance with Chapter 2 of Part 13 of the Companies Act 2006

Special Resolution

That the Charity's Articles of Association be amended with immediate effect in the following way

- 1 The following wording be inserted in Article 2 as new definitions

" **'BOA'** *The British Olympic Association, a company limited by guarantee (company no 01576093) whose registered office is at 60 Charlotte Street, London W1T 2NU,*

'BOA Trustee' *the Trustee nominated by the BOA and appointed by the members pursuant to Article 7,*

- 2 The minimum number of Trustees in Article 7 1 be increased from "two" to "three" and the following wording be inserted at the end of Article 7 1 *, one of whom must be the BOA Trustee*;
- 3 The following be inserted as a new Article 7 3 and subsequent sub-clauses in Article 7 be renumbered accordingly

"The BOA Trustee shall be

- (a) *nominated by the BOA, by the service of a notice on the Trustees signed by the chairman of the BOA, and*

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(b) *appointed by the members in accordance with these Articles "*

4 The following be inserted as a new Article 7 4

"Where there is a vacancy in the position of BOA Trustee including by virtue of the expiry of the term of office of the BOA Trustee

(a) *the Trustees shall liaise with the BOA to facilitate the nomination and appointment of a new BOA Trustee as soon as reasonably practicable; and*

(b) *the members shall appoint the BOA's nominee unless they have a reasonable objection (in which case the BOA shall make further nomination(s) on the same basis) "*

5 The following wording be inserted after the word "Trustee" in the first line of renumbered Article 7 6

"(other than the BOA Trustee)"

6 The word "*either*" be inserted at the start of renumbered Article 7 6(a) and the word "*or*" be inserted after the semi-colon at the end of renumbered Article 7 6(a)

7 The following be inserted as a new Article 7 7

"No person may be appointed or re-appointed as the BOA Trustee at any general meeting unless he is nominated by the BOA by the service of a notice on the Trustees signed by the chairman of the BOA "

8 The following be inserted as a new renumbered Article 7 8

"A notice of a general meeting of the Charity must include

(a) *the name of any person who is recommended by the Trustees for appointment or reappointment as a Trustee, or in respect of whom notice has been duly given under article 7 6(b) above, and/or*

(b) *the name of any person who is nominated by the BOA to be the BOA Trustee "*

9 The following wording be inserted at the end of Article 8 1 *"The BOA Trustee may not be the Chairman"*



John James

Neil Townshend

(b) *appointed by the members in accordance with these Articles "*

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9 The following wording be inserted at the end of Article 8 1 *"The BOA Trustee may not be the Chairman"*

John James



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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 return it to the Charity
- 2 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
- 3 Once you have indicated your agreement to the resolution, you may not revoke your agreement